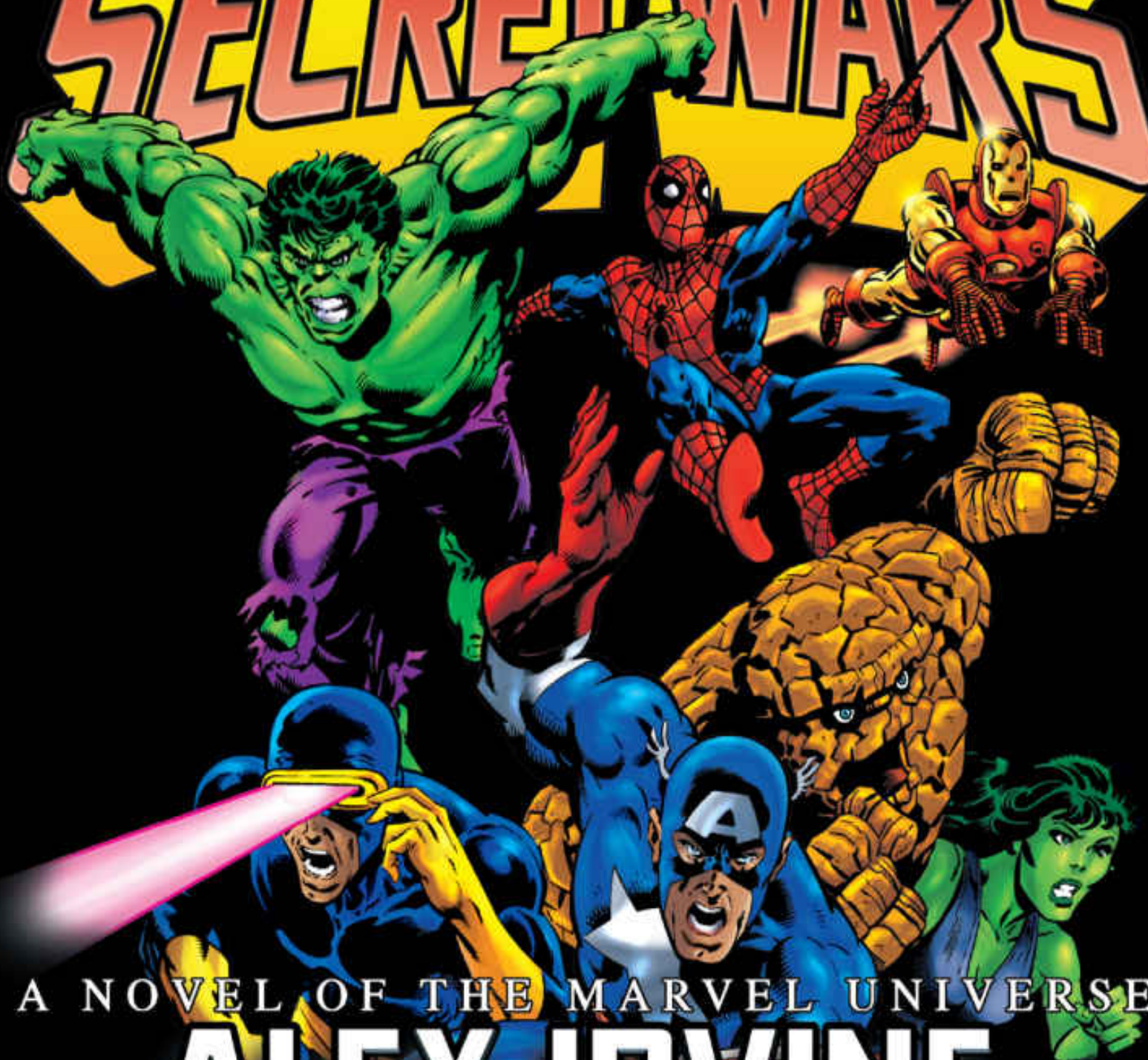


MARVEL SUPER HEROES *SECRET WARS*



A NOVEL OF THE MARVEL UNIVERSE

ALEX IRVINE

ADAPTED FROM THE GRAPHIC NOVEL BY JIM SHOOTER, MIKE ZECK & BOB LAYTON

MARVEL

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**BASED ON THE GRAPHIC NOVEL
BY JIM SHOOTER, MIKE ZECK & BOB LAYTON**



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Special Excerpt

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MARVEL SUPER HEROES

SECRET WARS

A NOVEL OF THE MARVEL UNIVERSE

ONE



STEVE ROGERS knew he was in a spaceship of some kind. He stood in the middle of an open floor underneath a transparent dome through which he could see a field of stars. He was still wearing his Captain America uniform, and he clutched his shield at his side.

But there the familiar ended. A moment before, Steve had been conducting a training exercise for new S.H.I.E.L.D. recruits at Nick Fury's intake facility on Long Island. A bright flash had blinded him and he'd flinched, thinking something had gone wrong with the training equipment.

Then, suddenly, he just wasn't on Long Island anymore.

Steve turned in a complete circle, taking in and analyzing his surroundings. The ship was huge—at least the size of a S.H.I.E.L.D. Helicarrier. The open area where Steve had appeared was ringed with banks of monitors and consoles, none of which looked anything like current

S.H.I.E.L.D. or Stark technology. Steve looked up through the dome again and saw the dissipating traces of some huge release of celestial energy—multicolored, overpowering. He blinked hard.

The stars above weren't familiar, and he didn't see any nearby planets. By the looks of things, he was in the middle of galactic nowhere.

And he wasn't alone. Other heroes had appeared all around him—all just as confused, by the looks of things. Automatically, Steve performed a head count and updated his threat assessment. Three of the Fantastic Four were present: Mister Fantastic, the Human Torch, and the Thing. Where was the Invisible Woman? Steve made a mental note to ask later. Spider-Man looked around warily—his thin, costumed frame crouched next to the Thing's orange, rocky bulk. Several of Steve's fellow Avengers were also there: Hawkeye, She-Hulk, Iron Man, Thor, Wasp, Hulk, and Spectrum. That was good news. He knew his people, and he knew he could count on them.

From the X-Men, there was Nightcrawler, Colossus, Kitty Pryde's pet dragon Lockheed, Wolverine, Rogue, Cyclops, Storm, and Charles Xavier. Another note went into Steve's mental situation file: After assessing the threat level, ask Xavier what he knows about this. In addition to being a telepath, Xavier was often in the know about global-level threats before anyone at S.H.I.E.L.D. had an inkling of their existence.

Steve completed his circle and noticed one person who stood out like a sore thumb: Magneto, the X-Men's mortal adversary—also in full costume. Steve almost flattened Magneto with his shield, just on general principle, but it wasn't in Steve's nature to hit a man without provocation.

Magneto was the only visible enemy, and he looked as thunderstruck and confused as the rest of them. Steve left him alone and started looking for any potential point within

view from which an attack might come. There were plenty of ways out of the room, and therefore plenty of ways an enemy might enter—but he saw no immediate threats.

After the first few seconds, when everyone else was doing more or less what Steve was doing, the questions started to come.

“How did we—?”

“Where are we?”

“Ooh, I got it!” Spider-Man said, raising his hand. “We’re on some kind of giant ship in outer space.” He shot out a web to an overhead girder and swung up to stick himself to the transparent dome. He couldn’t just stand around like a normal guy, Steve thought. But hey, he was younger than the rest of them—or at least that’s how he always acted, with the wisecracks and showing off.

Mister Fantastic—Reed Richards—seemed to be assessing the situation like it was a puzzle just for him to solve. That’s how he saw everything, Steve figured. With his graying temples and thoughtful approach—not to mention a vocabulary full of what used to be called fifty-cent words—Richards was almost the stereotypical nutty professor. Except, of course, for his powers, which he was exhibiting now. He stretched his head and one arm over to the closest instrument panel and examined it. The rest of his body—and the rest of his suit, with its white, circled “4” logo—didn’t move. For the millionth time, Steve wondered how the blue fabric of his suit handled all the stretching. Reed could have made a killing if he’d patented that. “No identifiable origin,” he said. “These gauges look like Kree, Shi’ar...I’ll have a handle on it soon.”

“Brain trust?” Steve said. “Xavier? Banner? Any idea how we got here?”

He was looking at the Hulk when he finished asking the question. It was difficult for Steve to reconcile the presence of Banner’s mind trapped in a body full of the Hulk’s

primitive rage. In any case, Reed was the first one to try to answer. “Teleportation, some kind of dimensional breach... hard to tell,” Reed said.

“That’s obvious, Richards,” spat the Hulk.

Noting the edge in Banner’s voice, Steve looked to Iron Man next. “Tony?”

“Um, no idea,” Iron Man said, shifting from side to side as he glanced away. “Reed’s the expert.”

Steve cocked an eyebrow. It was unlike Tony Stark to admit anyone else was more of an expert on anything.

“Let’s set some groups and start exploring,” he said. “If this is a ship, we better find out how it works. We’ll break it up into territories for each team.”

“Hold on,” Spider-Man said. “We weren’t together on Earth. Why are we all in the same place now? Did we all get picked for some kind of galactic dodgeball game? I mean, I was getting a sandwich.”

“We were all in the Baxter Building,” Reed said. He looked around. “Where’s Susan?”

Steve took note: Even Reed didn’t know why his wife—Sue Richards, the Invisible Woman—wasn’t there.

“Typical Reed—only just now noticing my sister is missing,” said Johnny Storm, the Human Torch.

“We’re all missing some members,” Cyclops said. “Not all of the X-Men are here—or the Avengers, either.”

“Ahem,” said Spider-Man. “Some of us aren’t part of your fancy teams.”

“Nothing fancy about the X-Men, bub,” Wolverine said. He and the rest of the mutants were in their uniforms, too, like they’d been ready for a fight. Cyclops always wore his ruby-quartz visor to control his optic force blasts, but some of the other X-Men would have been pretty easy to mistake for normal people. Colossus, when he wasn’t organic steel, just looked like the big Russian farm boy he was. Storm

might easily have been mistaken for a down-and-out musician or artist, with her leather clothes and white mohawk. Wolverine had itinerant drifter written all over him, except when he showed his claws.

And then there was Nightcrawler. It was pretty hard not to stand out in a crowd when you had blue skin, three prehensile toes on each foot, the same number of fingers, and a pointed tail. And the purple dragon—Lockheed—what was he doing there? He was bonded to Kitty Pryde, and she wasn't around.

"We're here," Wolverine said. "Let's figure it out. What I want to know is, what's *he* doing here?"

He pointed at Magneto.

Steve took a step closer to Wolverine in case he had to stop a fight from breaking out. Then movement outside, against the field of distant stars, caught his attention.

"Heads up," Steve said. "Four o'clock high. Another ship."

Xavier frowned and said, "I sense other humans there... our enemies."

"Who?" Steve asked, peering up at the other ship as it drifted closer. It too was domed in glass, but Steve couldn't identify the figures within.

"Kang the Conqueror. The Wrecking Crew. Absorbing Man. Doctor Octopus. Molecule Man. The Lizard. Doctor Doom." Xavier spoke slowly as he focused his telepathic powers. "Another...perhaps several others. Something—another mind—is shielding them against my psionic investigation."

"Pretty random," Spider-Man commented. "Just like us. Only mean and ugly. Hey, Spectrum, maybe you can do your light-speed thing—zip over there and back before they notice you?"

“Hold on,” Steve said. “Don’t go off half-cocked. We don’t want to start a fight before we understand what’s going on here.”

“Speaking of fights,” the Thing said, “I’m with Wolverine. What’s this mook doing here instead of joining his buddies up there?” He pointed a finger at Magneto, who stood apart from the rest. Ben Grimm’s rocky frame was poised for a fight, and Steve knew even Magneto might have trouble against the Thing.

“I might as justifiably ask why I am cast among such as you,” Magneto shot back.

“Gang, we’ve got a bigger problem. Literally,” Spider-Man said. “See?”

He pointed, and now they were all close enough to see that the other spaceship didn’t just contain a motley assortment of their human enemies.

It also held Galactus. He loomed over the rest of the forms in the vessel. This was a whole new category of danger. Galactus was as old as the universe, and as powerful as any ancient civilization had imagined its gods to be. He wandered the universe in search of planets he could consume, always searching for a way to sate his uncontrollable hunger. No one in the group of heroes could match that kind of power. If they had to fight the occupants of the other ship, and Galactus took their side, it was going to be a very short fight.

“Bigger problem,” said Ben. “Ha. Ha. Ha.”

CHARLES XAVIER

His mind touched another. Not one of his allies, not one of his enemies. An ambient consciousness, a field of thought and desire, infusing the space around him with knowledge of its presence. Xavier had never felt anything like it. Ripped from his Westchester home, dropped on a strange ship in deep space, he felt no fear. Instead, he felt a sense of destiny like a physical pressure, a weight on his mind and soul. The X-Men were here for a reason. They would discover it in time.

He reached out and touched, ever so lightly, some of the other minds around him. They were feeling it, too, though he sensed them grasping to understand. Not all of them were even conscious of it.

Xavier was. He felt unbounded, as if the very air he breathed were a message saying: *Yes. Yes. Yes.* He was conscious of *possibility*, that things were possible here that none of them could have dreamed of back on Earth. It was not some hypnotic suggestion from the consciousness he touched. Xavier was in full possession of his faculties.

It was a greeting.

It struck him that he could be something new here. Something more than the instructor, bound as he was to his wheelchair.

He could act. Rules here were different. All of them. He had no idea in what way they would be different, or who had caused them to be so, but that difference was part and parcel of the way his mind experienced the reality of this place.

Things seemed possible here that had not been possible before. That which had been taken away from him might be granted again.

And if it could not, what would be lost in the attempt?

Around him, the X-Men were talking. The Avengers were talking. Three of the Fantastic Four were talking. All of them talked and talked, and Xavier fell deeply into himself and reached a point at which he knew that anything he wanted powerfully enough, he could achieve.

Xavier gave in to his fondest desire.

He stood.

TWO



THE BIGGER problem,” Magneto said, “is discerning how and why we have been divided.”

“And why a murderer is a member of our group,” Spectrum said.

“Murderer? I have killed, but I have never murdered. Unlike some of you.” As he said this last, Magneto looked Wolverine square in the eye.

SNIKT! Wolverine’s claws were out. “Stand down, Logan,” Storm said. Facing Magneto at the head of the X-Men, she held out a hand, palm toward the rest of the group, as a signal for them to keep their cool. Lockheed hovered, smoke curling from his nostrils. Scott Summers—Cyclops—could hear the whine of Iron Man’s repulsors powering up.

“So,” Magneto said. “You have brought your hatred with you. Perhaps I should ensure my own supply of it is adequate.”

"I don't think you've ever been short on hate," Storm said. "You are wrong to presume everyone else carries as much as you do."

"You lecture me, Ororo Munroe?" Magneto asked. "When you have seen what I have seen, then you can tell me about hate."

"The X-Men have all been hated, Magneto," Scott finally spoke up. "We're mutants, like you. And we're not going to rehash all this when we're on a ship of unknown origin in the middle of interstellar space and none of us know how we got here. Stand down."

Scott felt the strange bending sensation that always built in the moments before Magneto unleashed his abilities, like reality itself was warping with the power of the gathering magnetism. *This is suicide*, Scott thought. *We're in space, and he's going to implode the ship around us!?* "Don't do it, Magneto!" he said, his hand ready at the visor that held back the destructive force of his optic blasts.

"And why not?" Magneto countered. "Would you rather I wait until all of you decide to turn on me? Is that your preference, Scott Summers? I am not your fool."

"Whoa, there," Spider-Man said. "What's going on here?"

"Unglaublich," Nightcrawler said. "Professor..."

Everyone turned to look, even Magneto. Scott was closest to Professor X, so he had the best view, and his first thought was simple:

Wow.

There was nothing that could break up a potential fight like seeing a paraplegic stand up out of his wheelchair. Everyone stopped. Scott dropped his hand away from the toggle at the side of his visor. "Professor?"

"Astonishing, isn't it?" Xavier said. "I do not know what to make of it myself."

“How did you...?” Colossus was stunned; so were the rest of them. Wolverine, as usual, was the quickest to recover.

“Chuck,” he said. “How did it even occur to you to stand up?”

Xavier looked at Wolverine for an extended moment—just long enough for Scott to realize that one, Xavier had an answer; two, he wasn’t willing to share it with Logan; and three, he didn’t want the rest of them to know, either.

Scott did not like that in the least. No, sir. Not one little bit.

That kind of secrecy did not strengthen a team—it tore a team apart. He and Xavier had been through plenty of arguments about leadership before, but it was crucial under the circumstances that they all stay on the same page. They couldn’t afford secrets.

Spider-Man was the only one of them not staring at Xavier. “Guys,” he said. “I know seeing Xavier walk is pretty cool and all, but...can you take a peek outside and tell me if you’re seeing what I’m seeing?”

They all turned their attention back to the ship’s clear dome. And if seeing Xavier walk had surprised them, what they saw outside left them stunned.

The stars were blinking out. They dimmed to indistinct smears against the blackness of space, and then they were gone—one after another, in groups and clusters across the 180-degree field of vision afforded by the dome. The heroes watched, astonished, their quarrel with Magneto forgotten for the moment.

Only Scott was not transfixed. He looked away from the incredible sight to Xavier, who stood alongside the rest of them. The sight unnerved Scott for reasons he couldn’t quite identify, and a question flitted through his mind: *Is Xavier controlling the stars?*

It wasn't possible, and he knew that—but the coincidence, piled on top of the bizarre situation, had his mind working overtime to find patterns and connections the group could understand.

THREE



OWEN REECE, known to friend and enemy alike as Molecule Man, watched as an entire galaxy—millions of stars!—was slowly annihilated by a rolling wave of utter blackness, leaving only a single point of light outside the ship's domed hangar and dozens of small celestial bodies—chunks, maybe, of broken planets.

Amazing, he thought. That kind of power...! couldn't do that. I have power over the atomic structure of matter, down to every last proton and electron, but to wield it on that scale...

But he could imagine what it might be like.

The ship accelerated suddenly, but without any sense of motion. Owen knew they were moving only because the single distant point of light grew quickly. The other ship near them kept pace, streaking across the empty space at what must have been faster-than-light speeds. In a matter of

seconds, the point of light was close enough that he could see it was a single star, the only survivor of the destroyed galaxy. Around it, the planetoids tumbled—but not in stable orbits. They drew close to one another, their motion random and violent— too fast and direct to be the product of gravity.

Some unseen force was building them together into a patchwork planet, composed of dozens of continent-sized wedges of crust and mantle. “Looks like a puzzle,” the Wrecker said. The rest of the thuggish Wrecking Crew—Thunderball, Piledriver, and Bulldozer— grunted in agreement. “But who’s putting the pieces together?”

“The power...” Doctor Doom said. “Incalculable... inconceivable.”

Owen nodded. If Victor von Doom, one of the world’s most brilliant minds, thought an event was inconceivable, then they were watching something truly extraordinary.

They were also, he thought, completely at the mercy of whoever— or whatever—was creating this new planet.

Their ship, along with the other nearby vessel, slowed into a stable orbit around this new planet, bathed in the familiar yellow light of the sole remaining sun. They clustered together to view this stellar survivor—and to see whether they could learn anything of the other ship and its occupants. The Asgardian, Enchantress, had told them she sensed Thor was there with a few others known as heroes, but she didn’t seem interested in listing all its passengers.

“Watch what you’re doing, Creel,” Owen heard Doctor Octopus say. He glanced over in time to see Absorbing Man brandish his wrecking ball at the irritated Doc Ock.

“How about I stuff you and your tentacles out an airlock, so then you won’t be in the way anymore?” Crusher Creel said. “Whaddaya think about that?”

Owen stepped back. He didn’t have any interest in a fight over bruised egos. Not when he had just seen an entire galaxy disappear and a new world constructed out of rubble.

Drawn together across light-years! What kind of power did that take?

Stop thinking about it, he told himself. He'd given up being a villain. He didn't even know why he was here, trapped on a spaceship with Earth's most dangerous outlaws. *Why are any of us here?*

Creel and Octavius didn't appear to be considering the problem. They were working themselves up to a fight when an energy beam blasted into the floor between them. Both staggered back, and Owen turned to see—Ultron! Owen knew of the robot and its nearly indestructible Adamantium shell. But he—it—had been destroyed, Owen was sure of it. Ultron glared at the group through red, mechanical eyes and announced:

"I am Ultron. I do not comprehend the events transpiring or how I came to be functional once more. Still less how I came to be present among you. But this is insignificant! My purpose is to destroy organic life. All present qualify." He raised his metallic hands, glowing with deadly energy.

Doom grabbed Owen and leaned in close, growling through the riveted steel of his mask. His mouth was barely visible, and his pupils glittered behind the mask's rectangular eye-slits. "You. Owen Reece. You have called yourself Molecule Man in the past. You did not escape the notice of Doom. You have the power to counter Ultron."

"No!" Owen said. "I gave up being Molecule Man. I'm just Owen. I don't even know what's happening. I don't know how anyone could destroy an entire galaxy like that! But I..."

He stopped, because he'd been about to say "I think I could learn." But could he? Would he want to? *No!* He wasn't that kind of monster.

"I have need of your power," Doom said. "Of those present on this ship, only you and Galactus can depower Ultron. Galactus likely will not take notice, it seems, so you must."

“No,” Owen said again. “My therapist—”

“Is in another galaxy,” Doom finished for him. He leaned even closer, his dark green hood falling over his mask. “And I am here.”

“Okay, okay. I get it,” Owen said.

Owen didn’t want to do it, but he gave Ultron a push. It was simple, as easy as clearing his throat. The molecules obeyed him. Adamantium was one of his favorite alloys to move. He liked the arrangement of its particles and the patterns into which they bonded. He flipped Ultron into the front of Galactus’ boot.

“Idiots!” Ultron crowed. As he bounced off Galactus’ leg, Ultron blasted an energy discharge that scattered the Wrecking Crew to the other side of the central chamber. “Although it is redundant to even use the word idiot when speaking of organic beings—what is this?”

Ultron’s voice changed as Galactus levitated him with a thought. He rose through the air until he found himself before Galactus’ face. The giant’s placid expression never changed, but he lifted a purple-gloved hand. “You, organism!” Ultron said. “You will die last, and most slowly. Do not think your size will—*RAARRKK!*”

A flash lit up the whole interior of the ship, and Owen turned away, shutting his eyes against the blast. Ultron’s shriek rang in his ears, and his eyes stung from the brightness. He opened them as Ultron hit the floor with a ringing clash and lay still. Owen stared in disbelief.

“Holy—!” Piledriver goggled at the fallen Ultron while the rest of the Wrecking Crew gathered nearby. Doctor Octopus approached from the other side of Ultron, his quartet of metallic tentacles reaching out to tap the inert robot and turn it over.

“Did you see that?” Piledriver asked. “He sucked the energy right out of Ultron. How’s that even possible, man?”

“Ultron contains the latent energy of a hydrogen bomb,” Octavius said. “At least. I might be off by an order of magnitude.”

“Speak English,” the Wrecker demanded.

“Of course,” Octavius said. “It might be ten hydrogen bombs.”

The Wrecking Crew stepped back, and one by one they looked up at the towering form of Galactus. “He’s just staring off into space like it never happened,” Piledriver said.

Thunderball hefted his wrecking ball and looked around like he thought Ultron might get up again. “He barely noticed Ultron smacking into him.”

“He noticed enough,” Bulldozer said, looking back down at the fallen Ultron.

“I hope he keeps on not noticing us,” Owen said.

Doom leaned in close to him. “You see what you have done,” he said to Owen. “Your powers have been quite useful already. Imagine what you could do if you permitted yourself to exploit them fully.”

Owen shied away from Doom. “No,” he said.

“Weakness will not serve you well here,” Doctor Doom said.

“You don’t tell me what to do,” Owen said. He tried to sound confident, but his voice quivered. He saw Kang watching them carefully from across the room. Everyone was looking at Owen and Doom. Owen thought briefly of taking all of Victor von Doom’s molecules and repelling them away from each other all at once, but then he pushed that thought aside. He spoke firmly this time. “Nobody tells me what to do.”

“That is what Ultron thought,” Doom said, but he took a step back—and that was when the crack in space appeared.

FOUR



THEY were close enough that Reed could make out some of the individual figures on the villains' ship. He had seen the brilliant flash in front of Galactus but could not tell what it meant. The ship appeared undamaged when the afterimages faded from Reed's vision, but one silver figure lie prone amid the rest of the assembled villains.

So, he thought. They have started what we were able to avoid. That was a good omen. Those able to keep their heads in difficult situations were more likely to survive.

"Look!" Spectrum said. She stood in her black-and-white winged costume at the edge of the dome, trying to watch the other ship and see what the new planet looked like now that its pieces had been jammed together by whatever cosmic force had extinguished the nearby galaxy.

Reed did not permit himself to think about whether they were in the Milky Way—because then he started thinking

about Earth, and New York...and his son, Franklin, and Susan. She alone of the Fantastic Four was not with them. *Why?*

At Spectrum's exclamation, he looked beyond the other ship to a tiny bright light set against the vastness of space. Its distance from their ships was impossible to tell against the backdrop of perfect emptiness—in fact, Reed had the sense that “far” didn't have any context here. The perception of distance between objects required two objects for scale. Reed's eye was an object, to be sure, but the light—what was it?

It appeared to be a tiny squiggle of pure brightness, impossible to look at directly even through the dome's evidently polarized material. It seemed to move, but that might have been an artifact of vision, the eye struggling to make sense of what it was seeing.

Reed watched, thinking. That little squiggle had to be a small tear in the fabric of space-time, above—from their perspective—both the new planet and the preserved sun. That was the only possibility. And from the tear's existence, Reed was able to deduce quite a bit. Obviously, the annihilation of the galaxy had not been a natural act—but Reed understood, too, that destruction had not been the main purpose. Whatever had destroyed that galaxy had deliberately preserved exactly those planetary fragments and adapted them to a new purpose.

Then a voice spoke, though not audibly. Reed was no stranger to telepathic contact, but this was something more. The mind that reached out to him was so unlike his own that he could not even be certain it *was* a mind. There was a sense of incredible vastness, of age and power that only Galactus among them might come close to matching.

I am from beyond...

Immediately, Reed's mind raced with questions. So a single being had done this? Erased an entire galaxy save for a few fragments to be recombined into a planetary mass,

and a single star to anchor the planet in an orbit? *Beyond*: Beyond what? And did this being say “from” because it understood spatial relationships the way human minds did, or was it translating—dumbing down—a different incomprehensible reality for their benefit?

This kind of minute analysis was natural to Reed. The process relaxed him, and he felt uneasy when there was not a difficult problem to exercise his mind. This situation had his brain firing on all cylinders, as the saying went. Understanding the nature of the being sending them this message could be the first step to getting home. He was certain of it.

Then the voice went on, and Reed’s questions took a different turn.

Slay your enemies and all you desire shall be yours...

Everyone on the ship looked around. Reed noticed that several members of the group immediately turned their attention to Magneto, who appeared to be listening hard and considering the situation much like Reed was. *Slay your enemies*: Seemingly clear, but in fact not so—because what was meant by enemies? Those perceived to be enemies, or one’s true enemies, no matter whether they were known as such? This was critical. Gnostic utterances such as the one they were hearing now depended on inscrutability for much of their impact. The group that understood the message’s true meaning would stand a much greater chance of coming out of this in one piece—and avoiding unnecessary bloodshed. *All you desire*: This was where, for Reed, the whole question got tricky on multiple fronts. Why did this being from beyond (Beyond?) need them to kill one another—or want them to? How could it grant them all they desired if none of them had ever been in contact with it before? How would it know what they wanted? This was a claim of amazing breadth. The fact that it was being communicated directly into their heads—in the aftermath of selective

galactic annihilation—suggested immense power. On the other hand, Reed had heard this kind of claim before. It was the most ancient of beguilements: *Do as I wish, and you will be rewarded.*

The next words spoken—although “spoken” was not the correct word—made Reed feel as if the being had heard his thoughts and was addressing them.

Nothing you dream of is impossible for me to accomplish!

Is that so? Reed thought. *Perhaps.* If the speaking intelligence could erase an entire galaxy and create a new planet as an afterthought, the claim might well be true. He and the rest of the Fantastic Four had certainly encountered their share of cosmic beings whose existence was incomprehensible and whose powers were beyond human imagining.

He was still considering this when Galactus—one of those cosmic beings—abruptly smashed out of the other ship, crashed through its protective field, and rocketed away toward the gleaming breach in space-time from whence the strange and compelling message seemed to originate.

FIVE



VICTOR VON DOOM watched as Galactus lifted his regal head to regard the distant rift in space-time. This was clearly the origin point of the message they had all heard. “That voice isn’t lying,” one of the others said. Doom paid no attention to them. He watched as Galactus left the floor of the domed chamber and flew toward the invisible barrier sealing out the vacuum of deep space.

“You! Beyonder!” Galactus cried out—and Doom knew instinctively that Galactus had correctly named the speaker of the message. *The Beyonder, yes—from beyond—but what else does Galactus know?*

“Hear Galactus! I sense that you are from beyond this universe— beyond the multiverse of which this universe is but a single facet! I sense the energies you wield!” Galactus blasted through the force field that contained the ship’s

atmosphere, leaving a wash of prismatic energy that trailed after him as he hurtled away from the vessel into space.

Doom saw his chance. He, too, leaped away from the spaceship's deck and followed Galactus. The Beyonder's communication had left them all with a fading echo of one another's thoughts. Confusion, fear, and avarice warred in the minds of the others—but in the ancient mind of Galactus was a single thought. "You can take from me my hunger," he went on. "You can end my ceaseless craving for the living essence of worlds! Let it be done! I will not wait for this charade! Let my torment end now!"

Doom rocketed through the breach Galactus had ripped in the force field in the last moment before it resealed, preserving the ship's atmosphere and the lives of all its remaining passengers. He was protected by his armor's systems and the force field it projected upon command. This was his chance. Galactus was playing the perfect patsy. He dared to cut through the deadly game to its essence: capturing the Beyonder's power and putting it to one's own use.

But Doom was going to go one better—because where Galactus sought only an end to his perpetual hunger, Victor von Doom had no desire to end his own. He wanted power, the ultimate and secret powers wielded by the architects of the universe itself. So as Galactus charged toward the hole in space-time, Doom followed in his wake.

Let Galactus battle the Beyonder. Doom would watch, and analyze, and learn. He would understand the secrets of the Beyonder's power—and once he understood those secrets, nothing in the universe could stop him from using them.

As they approached the brilliant tear between one reality and another, Doom felt the energies pouring from it. The instruments in his armor exhibited readings he had never seen before and had no idea how to process—but they were

all being recorded and would be of use later. Right now, the sensation of the energy nearly overwhelmed him as pressure built against his force field; even the blackness of space seemed to shift around him. Doom heard the Beyonder warning Galactus not to approach, but Galactus plunged ahead. Doom followed until the ambient energies at the edges of the space-time rift grew too intense. He could feel reality deforming around him and knew he could go no farther. His armor could not protect him against the remaking of space-time.

Doom fell back behind Galactus, hoping the Devourer of Worlds would smash through into—what? Another universe? Another dimension? Another reality? There was no word for it. Into whatever place—or non-place—the Beyonder inhabited.

If Galactus went through, then Doom would fly in his wake, penetrating the shattered barriers before they could reform. Then he would know—

A titanic discharge of energy blasted both Doom and Galactus away from the space-time rift. Stunned, Doom fell toward the strange patchwork planet, unable to control his descent or the tight spin that flicked the space-time rift over and over through his field of vision, limited by his mask. He watched the rift diminish and wink out in stop-motion. It was soon gone, and he fell in darkness.

Doom had a moment to think that it spoke well of him that he and Galactus had been repelled in similar fashion. A lesser being would have been annihilated by the Beyonder's defenses—yet Victor von Doom was simply cast out, the same fate that befell the godlike Galactus.

I grow stronger here, he thought. There is something about this place that I do not understand, but I understand one thing:

The Beyonder's promise is not idle.

Unimaginable power lay within Victor von Doom's grasp. He would attain it. Nothing would stop him.

The planet below approached at incredible speed. Doom braced for impact.

SIX



SO MUCH for the light show,” She-Hulk said. She and the others watched Galactus and—was that Doctor Doom?—tumble away from the brilliant hole in the universe. They disappeared from sight as the light from the rift winked out, and she couldn’t see where they’d ended up. If that was the last they saw of Doctor Doom—like, ever— that was okay with her. And the same went for Galactus.

“Swatted back like flies,” Cap said.

Xavier nodded. “Whoever the Beyonder is, even Galactus might as well be an insect to him. Or it.”

Jennifer wanted to ask Xavier about his sudden ability to walk. She could tell everyone else on the team—they were a team, right?— wanted to ask the same question. But they had more immediate concerns on their minds: Both spaceships—theirs and that of the villains—were rocketing lower over the landscape of this newly created planet.

And then they weren't rocketing over it anymore, and they weren't on a ship. They were standing on the planet's surface. No lurch, no sense of hitting the brakes. They were simply there, like they'd suddenly just been on the spaceship together. Jennifer had been at home getting ready for a day of depositions in her job as a lawyer when she'd appeared with the others. She was lucky to have shown up here in her She-Hulk outfit, because this planet didn't look like a good place to operate in heels. Unlike her cousin Bruce, she could control her transformations, and they didn't affect her intellect.

The terrain around them was distorted, like something out of an old movie. Strange rock outcroppings dotted the landscape. A line of volcanoes smoked in the distance, creating an overcast sky that dimmed the sun. *Whoa*, she thought. *Where are we now?*

"Be ready for anything," Cap said, tactical awareness his priority as always. "Circle up. I'm twelve o'clock. Avengers at two, four, six, eight, ten. Iron Man, keep that radar working! What do we see?"

As far as Jennifer could tell, the X-Men ignored Steve's orders, but the Fantastic Four and Avengers formed a circle, looking outward over the bizarre surroundings. Reed Richards stretched himself up, and those in the group who could fly did so, extending their field of vision. "No sign of any villain presence," Reed said.

"What are you talking about?" Hawkeye said. He pointed at Magneto. "There's one right there!"

Wasp was standing next to him. "Clint's right," she said. "I'd say Magneto qualifies. But as villains go, at least he can make conversation. And I love his color sense. Plenty of us have had our bad-boy—or bad-girl—moments."

Magneto looked as surprised as any of them at this borderline flirtation from Wasp—surprised, but not at all displeased. Jennifer could have sworn she'd winked at him.

Jennifer rolled her eyes. She loved Janet like a sister, but the woman had bad taste in men.

“Bad-boy moments are one thing. But we don’t need any murderers on our team,” Hawkeye said.

“You presume to judge,” Magneto said. “I have killed, and I will kill again, in defense of mutantkind. But I am no murderer. I have said it before, and I will say it again, though you are too hidebound in your safe little pieties to listen: Extremism in the defense of the lives of one’s kin is not evil. You would do the same.”

Hulk and Thor didn’t look persuaded, Jennifer noted. She wasn’t sure she was persuaded, either. She’d heard plenty of megalomaniacs justify themselves in similar terms.

But Xavier’s next words backed them all down. “This is neither the time nor the place for trials,” he said. “Magneto has been placed here among us. There must be a reason for that. Let us learn what that reason is before we make judgments.”

“We know Magneto better than the rest of you,” Cyclops added. “I’ll be the first to tell you I don’t agree with his methods, but we’re not going to—”

Hawkeye faced Cyclops, his mask just inches from Cyclops’ visor. “You taking his side doesn’t make you look too good. Think about what Magneto’s done in the past.”

“Back off, bub,” Wolverine said. His claws shot out.

“I can handle this, Logan,” Cyclops said.

“I can, too,” said Johnny Storm, who swept into view. “Look. We all know Magneto’s a bad guy. How about I take care of him and we’ve got one less problem to worry about? Flame on!” He rose into the air, fire blossoming around his body as he became the Human Torch.

“You dare—?!” Magneto gestured, and the Human Torch slammed down into the ground. His fiery form winked out, and Johnny lay stunned.

"I am Homo superior!" Magneto raged. "I stand above all of you. I can control the iron in your blood with merely a thought. Yet you presume to judge me?"

Iron Man and Spectrum were the other two heroes closest to him. With a flip of his wrist, he levitated a large chunk of ore torn free from the planet's crust and smashed them both away. They sprawled in the dust, then scrambled to their feet. Spectrum shook herself off and took flight, and Magneto suddenly found himself flanked by the Hulk and the Human Torch, his flame reignited.

But three of the X-Men stepped in their way. "Stop!" Cyclops commanded. "You heard Xavier! This isn't the time or the place! Right now, he's an ally."

"Shove it," Spectrum said. "He's already showing his true colors...and so are you, standing up for him."

"I'm inclined to agree," the Hulk said.

"You'll have go through me to get to him, Green Genes," Wolverine said. "Banner might be sharing your head, but he hasn't made you much smarter."

"Enough. I will not see mutant blood spilled on my behalf," Magneto said. He lifted himself into the air using the planet's magnetic field. "I leave you. All of you. Do not follow. Let none of you say Magneto drove a wedge between you. You seem perfectly capable of doing that for yourselves."

"Quite a feat," the Hulk observed as Magneto disappeared over a line of craggy hills in the opposite direction of the looming volcanoes. "He can integrate himself into the magnetic field of this planet's crust. It's amazing that this planet even has a usable magnetic field, if you think about it. After all, how many different bits of planetoid rubble is it composed of? How many different magnetic fields did those planets have? Either this new planet is remarkably cohesive, or Magneto's powers are somehow enhanced by these surroundings."

Jennifer still couldn't get used to the Hulk talking like he was her cousin Bruce. She knew he was always Bruce, at least in part, but it was a strange thing seeing the green giant talk like the introverted lab lifer.

"Look, we need to stop arguing," she said. "And yeah, before you say it, I know it's funny that a lawyer's suggesting we not argue. But seriously. We need to organize. We need a leader."

"Reed?" Xavier asked.

Richards shook his head. "No," he said. "I don't want to lead this group. I...I am not at my best. Every moment, I'm wondering where Susan is, where Franklin is. You need someone more focused than I feel I can be. Wasp is leading the Avengers at the moment, isn't she?"

"I am," she said. "But a lot of you don't know me, and I bet some of you only think of me as a fashion designer who happens to be able to shrink. I'm not going to put myself in a position where everyone's second-guessing me. That'll just get people killed."

"You could do it, Professor," Captain America suggested.

"Perhaps I could," Xavier said. "But I rather think the task is best left to you. I am perhaps better suited to an advisory role, such as the one I typically play with the X-Men. Battlefield leadership is another quality entirely, and one you certainly possess."

"I dunno," Wolverine said. "You saw what just happened. Cap can fight, but he's a little too by-the-book for my tastes. He's a government man—and last I checked, the government wasn't a big fan of X-Men. We don't need S.H.I.E.L.D. yes-men pretending to give a damn about us and leading us around."

"He may lead me around, in your phrase," Thor said, stepping into the middle of the group. As far as Jennifer could remember, those were the first words the hammer-wielding Asgardian had spoken since they'd all appeared on

the ship. "I have fought with Steve Rogers across nations and worlds, and I trust his leadership as I trust no other mortal's."

Wolverine shrugged and spat on the ground. "Don't guess it matters what the rest of us think if the Avengers are going to decide they know what's best. I don't care. Cap, it's all yours. But you better know that if it comes down to it, I'm gonna do what's best for the X-Men."

"You know me better than that, Logan," Captain America said. "I'm going to do what's best for everyone. Including the X-Men."

Wolverine didn't look convinced, but the matter was settled for the moment.

SEVEN



CRUSHER CREEL thought all of this yammering about what they ought to do next was crap. *The Beyonder had been pretty damn clear, hadn't he? Kill your enemies, get what you want. Simple. Why are we still talking about it?*

The villains were in a fortress built into the side of a hill not too far from where they'd all suddenly materialized on the planet's surface. Doc Ock was digging through the base's techno toys like they were the most important things in the world, but all Creel wanted was to get out there, find the other guys, and put them in the ground. He was the Absorbing Man! Just by touch, he could take on the characteristics of any object. With his wrecking ball, he was basically unstoppable. *I should be leading this show*, he thought. *Then we'd get things done.*

He was just about to slap someone around to make a point when, lo and behold, in walked Doom. He looked pretty

good for a guy who'd just crashed down from space. The Wrecker just about fell all over himself, even dropping his crowbar to rush to Doom's side. "We were hoping you were still alive!" he said. "You seem like you know what's going on here. Someone's gotta take charge. We all think you're the guy."

Not all of us, Creel thought.

"We're gonna have to work together to win the Beyonder's prize," the Wrecker said, bending his thick body like he was a butler serving tea. It made Creel sick. "So let's do it."

"The prize?" Doom repeated. "Is that all you can think about? We have witnessed the power to destroy universes... and you dwell on your own desires? Listen! We must not fight among ourselves. That much should be clear to you. The task we have been set is to win...but there is yet a greater prize. There is more at stake than whose petty dreams come true. First, we must comprehend the nature of —"

"Oh, cut it out," Molecule Man said.

Creel had never liked that guy. Skinny, scar-faced little punk always going on and on about how powerful he was, and then what did he talk about when push came to shove? His therapist.

But Molecule Man kept talking. "We sure better fight. All of us! That's why we're here! I want a life. A house, and friends, and you know what else? I want a woman who likes me. Not because I can do what I can do, but for me, you know—"

Doom backhanded Molecule Man squarely across the face, knocking him down. *Huh*, Creel thought. *Maybe I like that guy more than I thought I did.*

"Ignore your petty dreams!" Doom said. "To fight is to prove that we are as the Beyonder sees us: microbes on a slide. We must transcend ourselves. We have a chance to

contact a being to whom the gods themselves are insects. The key to immortality itself is within our grasp...if we proceed with some caution."

"Caution?" Creel said. He stepped right up to Doom. Piledriver was beside him, and Doc Ock was right behind him. "Caution? What're you, scared?"

"Sure he is," Piledriver said, flexing his muscles. "He saw Galactus get slapped down, and now he can't find his guts anymore. I thought you were the guy to take charge, Doom, but maybe I oughta think again."

"The next time you think will be the first. You would behave as bacteria," Doom said. He stood his ground. "You wish to play the Beyonder's game?"

"If that means fighting, hell yeah I do," Creel said.

"Bah," Doom said.

Creel could see things were about to get physical. He was ready. His ball and chain were itching to put some dents in Doom's mask.

But he never got the chance.

If Doom had taken him on directly, things might have been different. Creel would have absorbed whatever Doom threw at him and given it back with a little extra hot sauce. Doom was smarter than that, though. He spread his arms, aimed his gauntlets, and blasted apart the beams holding up the front section of the fortress. The concussion stunned everyone in the room, and then they were all running to get clear of the debris as a huge part of the fortress came crashing down on them in a groaning, thunderous collapse.

Creel got mostly clear of it, but he was partly pinned, with one of his feet stuck under the wreckage. He saw Doom walk away, shouting over the sounds of the collapse. "I should have known you could never understand! In all the universe, there is perhaps one other who might comprehend!"

Oh, yeah, Creel thought. The brains always stick together when they can't sucker us regular joes into doing what they want.

Creel knew who Doom was talking about: Doom's old college buddy, Reed Richards. They were enemies, supposedly—but when push came to shove, the science types always stuck together. Creel watched through the collapsed entrance as Doom headed for a ship he'd spotted, some kind of sleek jet, parked on the open ground in front of the fortress. *You go ahead, Creel thought. You go running to Reed Richards. That's fine. The rest of us will be ready when you come back.*

It didn't turn out that way, though. Because from where Creel lay, stuck in the wreckage, he could see another guy who wasn't a big fan of Victor von Smartmouth. That guy was Kang. He might have been a purple-faced freak, but he was also a time-traveling super genius who didn't have any patience at all for being ordered around by Doom—or anyone else. To prove the point, he was firing up a big damn gun; when Doom got into the jet and worked some mojo to get it flying, Kang was ready.

Creel watched as Kang tracked Doom's ship from a control seat in the turret, right above the collapsed part of the lower floor. And as soon as Doom's ship was clear of the fortress, Kang blew the thing right out of the sky.

The pieces took a long time to fall all the way to the ground, and Creel loved every second.

EIGHT



MAGNETO made no attempt to measure the distance he flew, save when he passed over one of the places where two different sections of crust came together. There, magnetic fields were jumbled and unpredictable. He had to guide himself carefully to navigate the new field without losing control of his flight and plowing into a mountain. The variety among the new planet's terrain was astonishing. Endless plains of mud and marsh lay next to rock formations thousands of feet high; rivers of lava met rivers of water resulting in roaring bursts of steam a mile high. Volcanoes vented the tectonic energies gathered during the creation of this...

Battleworld.

Was that what it was to be? Was that all? A place assembled to challenge them in battles from which only a few—perhaps only one—would emerge to claim the reward?

The danger was that the winner would be the kind of sociopath who would gleefully see the universe destroyed for his or her personal aggrandizement. Magneto knew others would believe that of him, but his intentions had nothing to do with vanity or power. He wanted mutantkind to achieve its destiny, free of persecution. If that made him a villain to some, so be it. He had been cast out of the so-called heroic faction, and he knew that his initial placement with them would ruin any chance he had of building an alliance with the villains—none of whom, he noted with interest, were mutants. He had a singular status among all those brought to Battleworld. This was a conundrum, but it was also perhaps the first glimmering of an insight into how he would proceed.

The first thing he must do, he knew, was find his own base of operations. He had already flown over several pieces of villages, cities, and other installations of unknown purpose, magnificent in their ruination. Now he saw one option sitting complete: an immense, U-shaped, steel-like structure with two arms angling away from the ground. It rested on a central pillar built from the curve of the U and was surrounded by miles of vine-like growths that undulated over and around each other, apparently tapping their energy from widely spaced holes in the ground from which strange smoke curled. Magneto had not the slightest interest in the ecology of this interaction. What interested him was the building itself, and what he might find within.

He landed, found his way inside without difficulty, and began to explore. The accommodations were luxurious, with sleeping and living quarters the equal of anything he had seen on Earth. The technological level of the machinery and instrumentation was advanced, but not so far beyond his understanding that he could not put the building's features to use. He chose for his quarters a space near the end of one of the arms, underneath a pair of enormous gun barrels. Its exterior wall was transparent, offering him a fine view of the

surrounding area. It seemed almost custom-made for him, a thought that gave him pause. Had the Beyonder guided him here? Magneto knew he must be on guard against the subtle manipulations of which a being like the Beyonder was surely capable. Musing on this, he gazed out over the vines and considered his next course of action.

Were the others also assessing their own roles within the larger groups? Surely they must be. Whatever the failings of Xavier and his X-Men, they were keenly conscious of the collective well-being—as they saw it. Magneto considered them naive to the point of stupidity, but one could never accuse them of selfishness. So, too, with the Avengers and the Fantastic Four—and Spider-Man, who seemed randomly added into that complement.

Odd, Magneto thought. *On Earth, I would have fought the notion that my thought processes had anything in common with ordinary Homo sapiens—or even with other mutants who chose Xavier's banner over mine.* Yet here, in the secret strangeness of Battleworld, Magneto had a sense that they had all been shocked into thinking along similar lines.

He wondered whether they also shared his sense of destiny. The place, its very existence, seemed to tell Magneto that he was there to realize a powerful purpose.

How to fulfill that destiny—that was the question. He considered, and a plan began to take shape.

NINE



THEY all heard the explosion, but Captain America was the first to locate the source. “It was a ship,” he said, looking at the smear of smoke in the sky and the trail falling away from it toward the ground. “Looks like it was shot down.”

Reed was already stretched as high as he could go while still keeping his balance. He saw the impact site, the base of a brushy hillside that would have seemed Earthlike except for the bluish cast to the vegetation and the silicate flowers blooming at the ends of faceted stems. Scattered wreckage burned and smoked, but Reed couldn’t see any bodies or survivors. “That’s where it fell,” he said, pointing. “Only a few miles away.”

“Let’s check it out,” Iron Man said.

They went as a group. Thor soared through the air, pulled along by his hammer, while Spectrum and Human Torch flew under their own power. The Hulk covered the

distance in a series of mile-long bounds, carrying the Thing by one arm. Spider-Man swung behind on a line of webbing stuck to the Hulk's back, like he was a skateboarding kid hanging onto the bumper of a car. He shouted with glee, enjoying the ride, but Ben Grimm didn't feel the same. "How humiliating," he griped, clinging to the Hulk with his thick, orange fingers.

Storm brought along Reed and most of the rest, carrying them with her in a pocket windstorm she created and controlled. Those she could not carry rode on a large, flat stone platform Iron Man held aloft. It was a makeshift arrangement, but it got them there. They were prepared for a fight—but when they landed, there wasn't anyone to confront. Doctor Doom was crawling free of the wreckage with his cape smoldering, parts of his armor gashed and sparking. "Must speak with Richards," he muttered. "Only Richards will comprehend..."

"Doom!" Cyclops exclaimed. He and Captain America were the first to reach him. Reed was close behind—along with Wolverine, Colossus, and Johnny. "How could he have survived that?" Cyclops wondered aloud.

"Power so great...it humbles us," Doom raved. "We are bacteria... dust...power so great it humbles us..."

Reed stood back from his old enemy. Doom had always been mad in some ways, but this was different.

"Whoa," Johnny said. "If Doom is talking about being humble, he must be worse off than we thought. Steer clear of him, Cap."

"No, he's hurt. Maybe badly," Cap said, moving closer to Doom, who seemed barely aware of any of them.

"Better disarm him first," Johnny warned. Flames licked from his hands, ready to torch Doom at the first sign of hostility.

"Let me handle it," Wolverine said. "I'll cut him out of his armor. We'll see how tough he is then."

“Back off, both of you,” Cap said. Reed heard Doom call out his name again, and he pushed forward as Cap offered Doom a hand.

Doom just stared at it. “Doom requires the aid of no man,” he said, and struggled to his feet on his own. “Is that pity I see in your eyes, Captain America?” Then to Reed: “And yours, Richards?”

This is the old Victor, Reed thought. He imagines a slight, turns it into a full-blown grievance, and lets his anger feed itself until he’s in a rage.

“Looks like you could use a little pity,” Wolverine said. “Your friends aren’t treating you too well, are they? And we sure as hell don’t want you around. Scram.”

Reed hesitated, assessing the variables of the situation as Wolverine spoke. In his incoherent state, Doom was unpredictable. Doom noticed and misinterpreted Reed’s hesitation.

“I was a fool to think such as you might comprehend what only Doom can know!” Doom roared. “And you, imposter in the Iron Man suit!” He jabbed a gauntleted finger at Iron Man. “I had thought that if Richards did not understand, Stark would,” Doom said. “Now, however, my armor’s instruments tell me it is not Tony Stark wearing the Iron Man armor. Biometrics do not lie.”

Iron Man flipped up the faceplate of his armor; sure enough, it was James Rhodes inside. *I should have known, Reed thought. Tony would never have been able to keep himself from bossing everyone around.* “James,” Reed said. “Were you planning to tell us?”

“Was waiting for the right time,” Rhodey said. “I was running some test flights for a new prototype suit. The Beyonder must not have looked too close. He saw the armor and grabbed it just like he grabbed the rest of us.”

Reed wished he’d known—he would have preferred Tony’s expertise, frankly—but this was hardly the place to

argue the point. And Doom was waiting and eager to exploit their weaknesses.

"This deception proves you and your accomplices are unworthy," Doom warned. "You will rue this moment! I thought to make you part of a grand endeavor to understand and command the Beyonder's power—but none of you are deserving of such an idea. Doom will travel this path alone!"

He blasted the rocks beneath Captain America and Wolverine's feet and rocketed away. "Man, Logan, where'd you go to charm school?" Johnny joked. "Maybe Doom just wanted to hang out."

"Shut up, Matchstick," Logan growled. "You know better than to trust Doom."

Reed had stalled joining the conversation. Now he saw that this might have been a tactical error. Perhaps he should have played along, placated Doom's ego to obtain information. Doom may have reacted more reasonably if he had considered himself to be speaking with an intellectual equal. Maybe they might even have worked together to solve the Beyonder's puzzle.

But Doom never truly wanted partners. He sought a way to justify his own solitary pursuit of power. Doom could tell himself he'd been spurned when in fact he'd gotten exactly what he'd been looking for.

That was more psychoanalysis than Reed usually engaged in, but something about the situation made it seem apropos. "As long as I've known him—and that's since we were in college—Victor has been a man eternally searching for a grievance that would justify his worst behaviors," Reed said. "This is no exception. Sometimes I think his fondest desire isn't actually power, but an excuse to indulge himself at his worst."

"Ya sound like a shrink, Stretch," Ben said.

"Just thinking out loud, Ben," Reed mused. "There's something about this planet—or maybe the Beyonder's

power—that has us all thinking about what we most desire. Isn't there?"

"Yeah, maybe so," Ben said.

"Better worry about it later," said Rhodey. He dropped his faceplate and powered up the suit's repulsors. "I'm scanning multiple incoming bogies. We're under attack!"

Reed turned quickly. Sure enough, the rest of the villains had seized the opportunity to attack while the heroes were talking to Victor. They came charging over the nearest rise en masse with the Enchantress in the lead.

Kang was beside her, already firing. Spectrum flashed into pure light and dodged the beam from Kang's gun. Behind them came the Wrecking Crew, Molecule Man, Doctor Octopus, and the Lizard. Two of the Wrecking Crew—Bulldozer and Piledriver—piloted a three-legged turret with a mounted cannon. They blazed away recklessly, the cannon fire chewing up huge pieces of ground and sending the heroes scattering.

As he stretched and dodged, Reed regretted their trip to the crash site. It had cost them precious time they could have used to find and exploit whatever resources the Beyonder had left here on—

Battleworld.

Yes, Reed thought. *That's precisely where we are.* Battleworld. Was it the Beyonder's voice saying this? He didn't know. It felt the same as his own thoughts—and that was dangerous.

But right now, it didn't matter. The rest of the heroes rallied as Cyclops and Cap called out alerts. Wolverine's claws snapped out; he dropped into a fighting crouch, waiting for the first target to come within leaping distance.

"Avengers, assemble!" Cap shouted. He charged to the forefront of the group.

Avengers? We're not all Avengers, Steve, Reed thought. But that was going to be part of what Battleworld demanded. They couldn't cluster in their old groups. They would have to fight as a team if they were going to survive. Reed didn't believe for a moment that the Beyonder's proclamation was the final word on what was taking place.

The villains, however, did seem to believe that. "Remember what the Beyonder said," Piledriver called from the top of the mobile turret. "Line up the body bags, and we get anything we want!"

"Who needs an excuse?" Bulldozer said. He manned one of the guns on the turret and blasted away at Thor, who held tight his mighty hammer, Mjolnir, as it soared ahead of the rest of the heroes group. "Let's just do it!"

Only Doc Ock seemed to hesitate. "Wait! We must strike all at once!"

But none of the other villains were listening. The battle was on, and all of them had the Beyonder's words ringing in their heads.

TEN



A SHOT from the turret tripod blew apart the rock outcropping on which the heroes had mustered, catapulting them through the air. Those who could fly regained their balance while aloft; the others crashed down hard onto the broken landscape. Hawkeye was lucky enough to land on his feet with his bow nearby. He grabbed it and nocked an arrow, peering through the cloud of dust for targets.

Cap dug himself out of the rubble as the turret kept firing. "Hulk, we need two seconds to regroup!"

One of the blasts caught Hulk. "Unh! These things hit like Thor's hammer," he said, staggered for the moment.

Cyclops was down after taking a direct hit. Lockheed the dragon hovered close by, unleashing his fire on the encroaching villains.

"Hawkeye, take out that gun!" Cap shouted. The Human Torch streaked overhead. *Target acquired*, Clint thought, and

popped one of the Wrecking Crew with a concussion arrow. He wasn't sure which one. *Who can tell those guys apart?*

Hulk hefted a giant chunk of rock to flatten the turret, but Kang anticipated his move. "Battleworld prevents me from traveling through time, Hulk, or I would have undone your plan already," he said. "But even so, I wield the technology of the distant future, and you have only stones." He had a small pistol at the ready, but it packed a big punch. A single shot blew the boulder out of Hulk's hands. The pieces sent She-Hulk and Spider-Man running for cover. Reed had stretched himself out to protect some of the fallen, including Rogue, who had gone down in the first barrage from the tripod.

We're going to need her, Hawkeye thought. Rogue packed a combination of raw strength and power absorption that would come in real handy when dealing with the villains' superior numbers and willingness to kill.

Cyclops was struggling back to his feet just as another pile of rocks flew their way. Hawkeye ducked, but a flying stone caught him in the head and momentarily stunned him.

When he'd gotten his eyes uncrossed, he saw that Thor and Cap had flanked the villains while Iron Man and the Thing had played targets in a perfect killbox below an overhung rock outcropping. "Now, Thor!" Cap yelled as a beam from Kang's blaster sizzled off his shield.

Iron Man hauled Ben Grimm out of the way as Thor brought down Mjolnir on the rock formation. The rock exploded and tumbled in an avalanche that covered Kang, Thunderball, the Wrecker, and the Lizard.

The villains had rushed ahead, looking to overwhelm the Avengers and the rest of the good guys. *Dumb move,* Clint thought. It was tough to outthink Cap in a battlefield situation. They'd taken some losses early on, but now they were turning the tide.

The Hulk had gotten close enough to the turret tripod that he could grab one of its legs. Whatever alloy it was made of resisted him for a moment, but he got it in both hands and twisted. The leg tore apart with a squeal, and the tripod toppled to one side. Piledriver and Bulldozer spilled out, and Johnny Storm kept them occupied with his special brand of hotfoot. Cyclops blew apart the fallen tripod with an optic blast.

“Nice,” Hulk commented. “After I did all the hard work.”

On the other side of the fallen rocks, Reed had been forced to leave the fallen and fight on his own. She-Hulk ambushed the Enchantress before she could deliver a killing blow to the fallen Rogue. “A green woman?” the Enchantress sneered. “Is there no end to the variety of mortals? Unhand me!” She slapped She-Hulk away with a backhand discharge of arcane energy.

Clint took a shot at the Enchantress, hoping she’d be distracted enough that her magical senses wouldn’t detect the arrow coming. That didn’t work; she flicked it out of the air while it was still yards away. But in that brief moment, She-Hulk closed in and belted the Enchantress with a haymaker left that sent her crashing hard into the tumbled rocks. “Wow,” Jennifer said. “It’s not too often that I get to really unload on someone who’s solid enough to take it.”

The Enchantress, Clint noted, didn’t answer. In fact, she didn’t move at all.

The villains were on the run—at least the ones who could still run. Doc Ock led the way, moving on his tentacles with incredible speed. Clint started to line him up, but then Cap called out to hold fire. “We’ve got prisoners already, and we need to consolidate our position,” he said. “Let’s not make the same mistake they did by overextending ourselves.”

Ah well, Clint thought. He was a little irritated to be stood down like that when he’d just gotten started, but they were a team. Staying a team was how they were going to survive

this situation, and that was more important than his hurt feelings over Thor and the Hulk having most of the fun.

“Storm, do a quick recon and see if there’s defensible shelter anywhere near here,” Cap said. She nodded and took off. Clint retracted his bow, stowed it, and went to help manage the prisoners.

ORORO MUNROE

It was so easy to fly on this world.

Almost as if it had been made with her desires in mind. The air bore her up. The currents of water and magnetism and electricity, all the invisible forces that conspired to create weather—all of them were more intense here.

She could do anything, if she only wished for it.

She flew high above the shattered piecework terrain of Battleworld, seeing where one planet's remains ended and others began. She saw fights among animals that had evolved billions of miles apart. She saw fantastic landscapes that could not have existed on Earth. She saw cities destroyed by the shock of their upheaval, small villages, ruins of long-vanished civilizations accidentally swept up in the creation of this planet.

That was Battleworld to the senses: the eyes and ears and nose.

But she flew faster than she ever had, and the weather obeyed her like never before. Everything she had struggled to master on Earth came easily to her here. The vast engines of weather seemed designed for her—the clouds waiting to gather at her command, every molecule of water begging her to make it rain, the bottomless well of electrical energies crackling at her fingertips and sparking from the ends of her hair. On Earth, Ororo could control the weather. On Battleworld, the weather submitted itself to her.

She understood, then, what the Beyonder truly offered. It would be very hard to resist.

ELEVEN



DOOM had decided it would be to his advantage to allow Kang and the others to believe he was dead. Faking one's death was a most excellent feint, if applied judiciously. He had tried to make all of them understand that they were playing for much greater stakes than simple wish fulfillment. The Beyonder was a being of trans-dimensional power, power greater than any of them—even, Doom had to admit, himself—understood. Battleworld had provided them a chance to discern the nature of that power.

And once the nature of a thing was understood, it could be controlled.

So let the others fight out their petty grudges. Doom would play for the true stakes of this game: the ability to unlock the powers of the Beyonder—and other beings like it, if such there were.

He found Galactus where the mighty being had fallen in the wake of his expulsion from the Beyonder's gateway. Was he dead? Could such beings as Galactus die?

No—he was moving. He did not get his feet under him and stand. He simply rose from horizontal to vertical and set his feet on the ground.

"Hear me, Galactus!" Doom called up to him. "Hear the words of Victor von Doom!"

But if Galactus heard, he gave no sign. *He ignores me, Doom thought, as if I were a microbe...and yet so is he, compared to the Beyonder.*

Galactus, perhaps, was still playing the Beyonder's game. Doom refused. He would make his own rules—and the others would play the game of his choice.

Leaving Galactus to his own foolish ploys, Doom returned to the fortress vacated by his associates when they sallied forth to begin their battle. It was deserted and quiet, until Doom's presence awakened defense drones that had previously been dormant—activated, perhaps, in the absence of the large group. Doom immediately understood that they were tracking him across the pavilion in front of the fortress entrance. Yes, he thought. *Here, too, I will play a game of my choosing.*

He dodged the drones' energy blasts and maneuvered himself in front of the door. He paused for a split second; then, as their weapons discharged, he slipped to one side.

The drones' attack weakened the door. Doom then destroyed them with casual blasts of energy from his gauntlets. He could manage the rest of the entrance by himself. He finished wrenching open the door and blasting apart every control mechanism he saw near the door. One of them, logic dictated, would oversee the defensive systems within the fortress. Once they were deactivated, the entirety of this edifice would be his to use as he saw fit.

He explored the halls and rooms, seeing much he did not understand—but would, given time. Then, in a laboratory five times the size of even the grandest room in Castle Doom, he saw something that he instantly knew could be turned to his advantage.

On a gurney framed by an array of instruments and tools lay Ultron. Galactus may have neutralized the mighty automaton, but Doom knew Ultron was never quite as dead as it might appear. Perhaps its Adamantium body still could be reanimated—and controlled.

“You will be quite useful when the rest of my associates return from their skirmish,” he said, and he got to work.

*

He finished just in time. Having rebuilt some of the surveillance systems, Doom was aware of the others’ return well before they arrived. He could even hear them bickering with each other as they approached. Molecule Man whined nervously about possible pursuit; Octavius goaded him; Crusher Creel, with his typical delicacy, mocked and taunted everyone, no doubt hoping to provoke fights. The Wrecker was with them in the vanguard of the returning group, arguing that they should all relax. “There’s our little home away from home,” he said. “We can regroup and figure out our next move inside.”

Doom noted their diminished numbers with some satisfaction. They had failed without him, as he knew they would. He presented himself in the doorway and said, with mocking bonhomie, “Greetings! Welcome to Doombase.”

They froze. “I thought Kang destroyed you,” Octavius said warily, his metallic arms stiff and poised for attack.

“Looks like he didn’t do such a good job,” the Wrecker commented, hoisting his crowbar to his shoulder and eyeing the others.

“Yeah, well, that can be fixed,” Creel said. “Get outta the way, Doom, or I’m gonna belt that mask off your face.”

“I think he’s just trying to say we’re very tired and would like to come in and get some rest,” Molecule Man said in a battle-weary voice. Doom regarded him with disdain.

“No, Creel is right,” the Wrecker said. “He said what we all meant.”

“Doctor Octopus rules here now, Doom!” Octavius said. His tentacles reached out for Doom, who made no move to resist. He had anticipated such a power shift would occur in his absence—but Doom always had a contingency plan.

KRAAAK! A blast of energy from above the doorway dropped all four challengers to the ground.

“I think not, Octavius,” Doom said as the four recovered their senses and looked up to the source of the ambush.

“Ultron!” Octavius cried.

“Correct,” Doom said. “Ultron. Composed of a material you cannot damage; powered by energies that even you, Creel, cannot hope to absorb—and none of the rest of you can withstand. I rebuilt him. He now serves me. Would you like to pursue your challenge...or shall we move beyond this little contretemps and proceed with my plan to gain control of the Beyonder’s powers?”

There was a pause. Then the Wrecker shrugged. “Whatever,” he said. “I’m hungry. You want to be in charge, Doom, you go ahead. We’ll see if it lasts.”

“Indeed we will,” Doom said. He stepped back and gestured for them to enter. “Gentlemen, your quarters await.”

Seeing themselves abandoned, Creel and Octavius followed the Wrecker and Molecule Man inside the base. Doom fell into step next to Owen Reece. “I trust you were not unduly inconvenienced by that misunderstanding,” he said. As distasteful as Doom found the man, Reece had to be

handled carefully. At times he needed to be cowed, at others encouraged. He was perhaps the most powerful of them all—for now—and he was critical to Doom's plan.

"No, it's...I just want to stay out of it, Doom. All of it," Owen said, showing no trace of his earlier defiance. "I'm tired."

"Naturally," Doom said soothingly. "I believe you will find your quarters quite to your liking."

Ahead of them he heard the Wrecker and Absorbing Man grumbling to each other. "What's Doom's game?" Creel said. "Why's he cozying up to Crybaby Reece?"

"Lemme explain it to you while you shut up and listen," the Wrecker said, very quietly. "Reece comes across like Emperor of the Wusses, but that guy's probably more powerful than the rest of us combined— 'cept he's psyched himself into not using his powers. Doom's probably trying to make sure he's gonna help when we need him."

Good, Doom thought. *Even a clod like the Wrecker understands*. He let them go—and then he let Molecule Man leave as well. He and Octavius stayed behind. "It appears as though you hold the cards, Victor," Octavius said. "What is your plan? And what happened to Galactus?"

"Behold," Doom said. He lit up a ten-meter-wide video screen; the display showed Galactus, framed in a nimbus of energy astride a snowy mountain peak. "He stands there, perhaps four thousand miles from here. He has not moved. I am not certain what he is doing...but I have my suspicions. As far as the plan, suffice it to say that the forces of Doom will triumph. As long as you are with me, nothing should concern you. Rest now, Octavius. There will be much to do soon."

He watched Octavius go, his posture rigid with wounded dignity. There would be opposition from that quarter sooner or later. Doctor Octopus was not the sort to take orders willingly when he saw a way to give them himself—as his

behavior in Doom's absence proved. Octavius was intelligent enough to manipulate the others—precisely as Doom was. But Doom's rule served a grander goal than merely surviving the Beyonder's inscrutable game.

Now, Doom had a number of minor pieces to sacrifice to attain that which he sought from the Beyonder—and Octavius was one. So let the man scheme. There would be no secrets from Doom within Doombase—or anywhere else, once he had assimilated the Beyonder's powers.

TWELVE



BEN GRIMM knew he was a gloomy Gus by nature, and this Battleworld place wasn't doing his mood any good. After the battle, they'd almost magically found a base large enough to house them all—even the prisoners. Ben drifted through the place while everyone else was doing...well, whatever they were doing. It was late at night, and most of them were probably asleep. Ben wasn't sleeping so well, and there wasn't even a Mets game on to distract him. Battleworld didn't have any TV sets that got New York stations.

The base was so big he could wander for weeks and not even see half of it. There were hangars, garages, a little factory, and all kinds of giant mechanical stuff down in the lower levels. A bit higher up were labs—floors and floors of labs. That part of it was like Reed's nerd hideaway in the Baxter Building, only times a hundred—and with tech that none of them had ever seen. Still, the brainiacs in the group

were already starting to figure it out. Living quarters took up the upper floors, except for a big meeting area all the way up top, with windows all around. All in all, Ben thought, it wouldn't have been a bad place—if it'd been back on Earth instead of out here on the hind end of nowhere.

He didn't know what to do with what the Beyonder had said. No way was he going to just go kill a bunch of people, no matter what. His fondest wish—other than not being a big, ugly, walking mess of orange rocks—was to return home, to Alicia Masters. He'd found love with the blind sculptress, but he wasn't worthy of her. Most of the time, he figured she just pitied him—but the one time he'd mentioned that to Sue Richards, she'd looked like she wanted to smack him. "You're pitying *yourself*," she'd said. "Don't put that on Alicia."

Fair enough, Ben thought. *That's one more thing I gotta figure out.*

He turned a corner and saw Reed and Cyclops having a conversation. They were on a balcony overlooking the planet's landscape of trees shaped like giant mushrooms adorned with dangling balls hanging from vines, like a forest of party hats. Little birdlike things, or maybe they were more buglike, were coming and going from the balls. On the ground, vines slithered around like snakes, making themselves into nests where the little flying critters laid eggs. And that was just right outside this part of the balcony. Ben hadn't seen too much of Battleworld, but what he had seen was enough to convince him that most of the worlds in the galaxy had to be real, real weird.

"I wasn't even wearing my uniform," Cyclops was saying. "But when I got here..." He spread his arms and looked down at himself.

"Interesting. Xavier said he wasn't sitting in his wheelchair at the moment he was brought here," Reed mused. "And then he was in it when we arrived."

“Not for very long,” Cyclops said.

“If that was his deepest wish,” Reed said, “he won’t need to slay any enemies, will he?”

Cyclops looked at him. “You think that’s what happened?”

“What, that Xavier wished himself out of the wheelchair? I don’t know, Scott. What do you think?”

“I’m not sure.”

“Try this out. It seems to me that the Beyonder changed us a little when he brought us here. Removed what he sees as weaknesses, so we would be at our best to face each other,” Reed said.

They heard Ben approach and turned to greet him. “You should get some rest, Ben,” Reed said.

“Shuteye ain’t on the agenda tonight, I don’t think,” Ben said. “Looks like it’s not for you, either.”

“We’re just trying to figure out what the Beyonder is up to, like everyone else,” Reed said.

“Yeah, but you got a lot more brains to work with than most of us, Reed.” Ben was already tired of the conversation. “Give us the short version when you get it figured out, so we can all get our fondest wishes.”

He waved and walked off down another hall, thinking about his fondest wish. It was still what it had been since the moment cosmic rays had scrambled up his genome: He wanted to be normal. But he wouldn’t be any good to the Fantastic Four if he was normal. Then he’d just be Ben Grimm from Yancy Street. *Careful what you wish for*, he told himself.

Still—maybe normal, blue-collar Ben Grimm would be worthy of Alicia.

Spider-Man and Johnny Storm were hanging out in a large room outside the living quarters. Spidey was his usual worried self—that was one of the things Ben liked about him.

“What if we never get back, you know?” he was saying. “I mean—”

“Cut it out,” Johnny said. “The Fantastic Four have been in a lot of crazy cosmic situations. That’s how we became the FF in the first place, remember? We’ll handle it, and we’ll get back. No sweat.” Johnny leaned back on the couch and stretched luxuriously. That kid never worried.

You forgot one thing, Ben thought. *On those missions, we had Suzie along.* She was the glue that kept them all together. Plus, she could be real handy in a fight. Without her, Ben wasn’t sure how the team would handle the first real tough scrap they got into. They’d gone on missions before without all four of them present, but this was something new. Ben would have felt a lot better with Sue along.

He thought about joining their conversation, but right then Spider-Man looked up. Except he wasn’t looking at Ben.

“Something’s wrong,” Spider-Man said. He pointed. “Over there.” At the far end of the base, more than a mile from where they stood, light flared from an outlying structure.

“That’s our base’s power plant!” Johnny said.

“I’ll go check it out!” Spider-Man called, swinging into action.

Johnny burst into flame and flew toward a door leading outside to sound the alarm. “Careful, buddy,” he called back. “This is a little bigger than your average mugger.”

“I can handle it, tough guy,” Spider-Man said. “But, uh... hustle, will ya?”

He swung ahead faster than Ben could keep up, but a lot of the others had seen the giant number 4 Johnny had blazed in the sky outside their base. By the time Ben got to the power plant, he was running with most of the Avengers. Spider-Man was already inside.

As the team charged into the reactor control room, floating metal fragments wrapped themselves around Spidey, enclosing him, then bouncing him across the floor. The accountable party was obvious.

“Ladies and gents, may I present Magneto, Master of Magnetism,” Spider-Man shouted.

“There he is!” Hawkeye said, nocking and firing an arrow. Magneto flicked it aside, sending it ricocheting off a panel of machinery.

“None of you will touch me!” Magneto announced. He spread his arms wide and then brought them together, pulling huge chunks of the walls inward to collapse onto the charging heroes.

“Iron Man! She-Hulk!” Captain America shouted. “Thing! Brace the walls!”

Ben got under part of one of the walls with Iron Man next to him. Together they kept the rest of the team from getting squashed, with She-Hulk holding up the other side. But their approach to Magneto was blocked. Alerts blared.

“The reactor!” Reed shouted. He waved his arms, but his remaining words were lost in the shrieking alarms.

Ben was no genius, but he could put two and two together. Magneto had done something that was gonna blow the reactor. It would kill them all. “I got this end,” Rhodey said. “Go get him.”

Ben got mad. Maybe not Hulk mad—where was the big green guy, anyway?—but pretty damn mad. Plowing through the debris, he went after Magneto. Wasp zipped over his head, having shrunk herself small enough that she could find a faster way through the barrier.

“This party’s not over, Mags!” Ben shouted. “I ain’t got my dainty paws on you yet!”

“Me, neither,” Wasp said. Bioelectric energy crackled from her hands, ready to sting.

But Magneto just waved his hand and magnetically tugged together pieces of the walls and machinery, snapping them into a perfect sphere that surrounded and ensnared Wasp. He hesitated a moment, and Ben pushed forward. Then Magneto turned and pulled Wasp's prison in his wake as he flew, but it was slowing him down. Ben charged across the room. In a couple more steps, he'd be close enough to—

That was when he got his fondest wish.

He felt the metamorphosis beginning from the outside in. His field of vision changed as the rocky brows of the Thing receded and became the normal human eyebrows of Benjamin Grimm, the pride of Yancy Street. His hands, outstretched and grasping for Magneto, shrank and became flesh—with five fingers again instead of four. He felt his immense might leaving him, replaced by the ordinary strength of a guy who had always kept himself in shape but wasn't any super hero. Hair sprouted from his head. He felt the air on his skin. Ben fell to his knees, unaccustomed to moving so little mass with such a different center of gravity. He looked up at Magneto, sailing away without a care in the world, Wasp drawn behind him in her metal ball.

Then he looked at his hands. *Man*, he thought. *It's been a long time since I saw those. But why now?*

He'd failed. Wasp was gone. He hadn't stopped Magneto. *Typical Ben Grimm*, he thought. *Always coming up just short.*

In the back of his mind, though, he had another idea: *If we ever get back to Earth, Alicia wouldn't have to pity me anymore.*

*

He was still sitting on the floor when the rest of the group got through the barrier of wreckage. "Ben! What—"

"Don't ask me, Stretcho," Ben said. "It just happened."

“Like when Xavier started walking,” She-Hulk said. “Wishes are coming true.”

“Speaking of Xavier,” Spectrum said as she looped back down to land next to She-Hulk, “I hope everyone noticed that none of the X-Men showed up to fight Magneto. Guess that settles whose side they’re all on.”

“Not so fast, Spectrum,” Captain America said. He turned to Reed, who was already examining the reactor. “Under control?” he asked. Reed nodded, though he looked grim. “Good,” Cap said. “Now we can focus on solving the problems in front of us, not creating more. We need to find Wasp.”

“Magneto set the whole thing up so he could get her,” Iron Man said. “Am I wrong?”

“No, I think you’re right,” Captain America said. “He didn’t attack any of us. He just captured her and got out while we were trying to keep the power plant from cycling itself into an overload. What we don’t know is why.”

“So let’s go after him and find out,” Hawkeye said. “Shouldn’t be hard to track him, should it?”

“We won’t know until we try,” Captain America said. “But that’s not our only problem.”

They followed Cap to the elevator and up to the central control room, where Hulk was studying giant video screens that displayed real-time pictures of various parts of Battleworld. In one of them, Ben saw Galactus on top of a mountain.

“Galactus is giving off a strange field of energy,” Hulk said. “But I still can’t identify it.”

The next screen was filled with what looked like a powerful storm. “Judging from what Doctor Banner and I found out using these sensor screens,” Captain America said, “we’re going to have our hands full right here...and soon.”

THIRTEEN



MAGNETO knew better than to free the Wasp the moment he returned to his base. She would attack with all the fury of her namesake insect, and he would be forced to respond in kind. It was not how he wished their initial interaction to unfold. So instead he left her safe and secure in the sphere he had created, and he watched the storm.

He had never seen anything like it. The rain by itself would have pulverized many structures on Earth. The winds would have torn them off their foundations. And the lightning? It was a marvel, surely surpassing anything Ororo Munroe had ever summoned.

Unless it was she creating it? Or Thor? Magneto thought that unlikely. Thor would only exert his powers in battle—and even if such a storm were Ororo’s fondest wish, she would never endanger her comrades to bring it about. Although...

perhaps even she was vulnerable to the blandishments of the Beyonder.

So, too, was Magneto himself, of course. He had not realized his loneliness. He had initiated the skirmish with the heroes in an attempt to keep them out of his way—but instead, Battleworld had presented him with an unforeseen opportunity. He realized now that his sudden decision to capture Wasp had been more wish-fulfillment than strategic abduction. One of the things he wished was a companion, and Battleworld, knowing his desires more keenly than himself, had given him the chance to acquire one. She had given him a signal, he was certain of that. When the others were turning on him, Janet Van Dyne had stepped in and defused the tension. Perhaps Battleworld had been speaking through her, or perhaps it was Battleworld that had attuned him to what she was saying.

In either case, now that he had watched the storm for some time, he supposed he had better attend to her.

As he prepared, Magneto devoted a small portion of his powers to gently levitating the metal sphere close to his quarters. When it was near enough that Janet Van Dyne would be able to find her way without taking a wrong turn, Magneto gave the sphere a little twist with his mind. He heard the clanging and clattering as it fell to pieces in the corridor outside. Better to give her a moment to gather herself rather than dumping her on the floor in his room.

A short time later, Miss Van Dyne appeared in his doorway, having resumed her normal size. “Ah! Good evening,” he said. He had chosen to meet her while reclining, with his helmet off and a drink in his hand. The removal of the helmet, which protected him from telepathic and psionic attacks, was a security risk—but not a large one. Magneto had noted the absence of any X-Men in the response to his gambit. From this, he deduced that they were occupied with issues of their own.

He had not completely thrown security to the winds, however, as he informed Miss Van Dyne upon her entry. "Do you prefer to be called Wasp?" he asked. "If so, kindly do not attempt to sting me. You will find my person is magnetically shielded, and your stingers' energy will be dissipated with no harm to either of us."

"I don't care what you call me," she said. "And if you think I have to sting you directly to hurt you, you haven't been paying attention."

For emphasis, she blasted his drink out of his hand. "I can bring this whole room down on your head if I want to."

"That would make us both quite uncomfortable, given the current weather situation," Magneto said. As if to confirm this, a bolt of lightning the width of an airliner's wingspan struck outside. "Since neither of us can leave, I suggest a truce," he said. "I would like to talk. That is why I brought you here."

"Yeah? You have a pretty pushy way of arranging a conversation," Wasp said. "But all right. We're here, and you're right. We can't go anywhere. Talk."

Magneto nodded. "First, I apologize for the method of your conveyance here. I wished you neither harm nor humiliation; if I caused either, it is to my sorrow. You are obviously a woman of intelligence and understanding—as well as great beauty—and I am not the monster you seem to think I am. Which is precisely what I wish to discuss."

"My intelligence and beauty, or you not being a murderer?" she said. He could tell her combativeness was genuine, but he also thought he detected a note of rhetorical jousting.

Good, he thought. "Why, both."

She cocked an eyebrow. "I've had a lot of men—and no few women—put the moves on me. But this is the strangest first date I've ever been on. Period."

“So you call it a date,” he said. He gestured at a table on the far side of the room, where he had placed an open bottle of wine and an empty glass. She frowned at him. But after a moment, she shrugged and poured herself a glass.

“Sure,” she said. “Why not? You went to all the trouble to bring me here. Least I can do is have a drink before I inevitably disappoint you.”

“Superb,” Magneto said. “A drink, and conversation. Inevitable disappointment, however, I think is unlikely. Battleworld seems constructed along quite opposite lines.”

He smiled at her, and she smiled back; for the moment, that was enough.

FOURTEEN



DOOM fixed the coordinates in his armor's onboard system and took off, having already learned to navigate by the landmarks and magnetic signatures of Battleworld's surface. The storm hindered his progress, but his destination was many miles distant. The storm would not affect him there. In his initial reconnaissance of Battleworld, following his ill-fated attempt to breach the Beyonder's barrier, Doom had observed something interesting—something familiar—and the base's strange technology had all but confirmed his suspicions. He alit on a street of three- and four-story buildings and surveyed his surroundings. His hypothesis was correct: Wedged into the crust of Battleworld between a stinking swamp and the far arc of the volcanic range that extended for thousands of miles across the planet's surface was a fair portion of an Earth city.

Doom did not fully recognize the place at first. He had to match the images of its tallest buildings to databases carried in his armor's computer system. *Interesting*, he thought. It was not London or Tokyo, Lagos or Rio or New York. It was Denver, Colorado.

The Beyonder had made unusual choices.

*

After a few blocks, the squat apartment buildings gave way to a more urban setting, with taller structures more densely packed. The citizens of Denver appeared to be coping with their wrenching dislocation as well as any ordinary person could have. They cooked meals on gas grills, walked the streets, and attempted to shore up their perimeter defenses against the fauna inhabiting the landscapes where the streets of Denver ended and the multifarious chaos of Battleworld began. Doom had chosen to alter his appearance temporarily, using a holographic projector in his armor to present himself as he would look without it—and without the scarring on his face. He loathed such illusions, but his goals would be more easily achieved if he could make social contact without his true identity being revealed at first.

Part of Doom's errand here was simple reconnaissance. The more he understood about how Battleworld was constructed, the more insight he might gain into the Beyonder's methods—and thereby his goals. In Doom's experience, once you knew what someone wanted— and why—it was child's play to turn their plans against them.

But he had come for another reason as well: He was looking for human, or at least humanoid, specimens to take part in an experimental endeavor. He had found a great deal of equipment in the installation he called Doombase. Some of it remained inscrutable to him, but some had yielded their secrets. One item in particular held his interest. Doom

believed that he could use it to create powers in select human beings who had a certain bent toward possibility. Toward, perhaps, *desire*. Thus his interest in the human city, Denver.

Now, he thought. There are perhaps five thousand people present in this area. Perhaps more? Do I take a few by force?

This seemed unnecessary. It would be more fitting to find a few likely candidates and make them a simple offer: *Do as I wish, and you will have power beyond your wildest imaginings.*

It was the same appeal the Beyonder had made to Doom and the others brought from Earth. The difference was, Doom knew exactly how he would follow through. And when he had, he would be that much closer to claiming a prize that the Beyonder did not know he— it—had offered.

Around him he felt the essence of Battleworld shift. He became more conscious of some of the people nearby, and less conscious of others. Certain faces stood out, certain voices were clearer. He felt inclinations to follow a specific course along the open area signs designated the 16th Street Mall. Behind his mask, Doom smiled. This was how the Beyonder—or perhaps Battleworld itself?—expressed approval. Yes. Doom was not an unconscious participant; he let Battleworld lead him. He would address himself to likely candidates and let their own desires guide them to fulfill his.

He was drawn to a pair of young women making their way through the skyscrapers and chaos. Trying to figure out how to survive in this new land, many of Denver's citizens had armed themselves, presumably against incursions of beasts from the adjoining swamp. Others had organized into groups to handle the distribution of resources. He saw police officers, firefighters, and less formal bands of what he assumed were citizen militias. What he did not see was overt violence, or signs that large-scale rioting had occurred. The

people seemed largely peaceful—was that an effect of Battleworld, as well? A street preacher shouted a few blocks away, offering his peculiar notions about the cause of the predicament in which Denver found itself.

Doom considered this. He, too, would have found himself scrambling to understand if he had not been made aware of the Beyonder. For a time.

As it was, Doom understood all. He proceeded methodically in his plan.

And the next step would involve these two women.

“Ladies,” he said. They looked up as he uncloaked himself, revealing his true aspect. “Permit me to introduce myself. I am Victor von Doom—sovereign of Latveria, scientist, and...diplomat. May I have a word?”

He was testing the guidance of Battleworld here. Most ordinary people would have leaped out of their chairs and run shrieking at the sight of the Fantastic Four’s armor-clad arch nemesis. These two, however, regarded him with interest—not fear. *Marvelous*, Doom thought. *I am working in cooperation with the consciousness animating Battleworld. This must surely mean success.*

“A word about what?” one of them asked. They were an unusual pair. The one who had spoken was tall but overweight, hunched over self-consciously. The other was small and thin, and looked to Doom’s eye like she had not had regular exercise in some time.

“You are aware that we are...displaced from our previous environment,” Doom said.

“You can say that again,” the small blonde one said. “You don’t seem too worried about it, though.”

“That is because I have a plan. It requires assistance.”

“Does it, now?” the muscular brunette prompted.

Doom nodded. “I would not say too much here. My reputation is somewhat...checkered, shall we say. Due to

poor publicity and media bias.”

“I know how that can be,” the blonde said. She extended her hand. Doom shook, careful not to engage the servomotors in his gauntlet that could crush her hand to paste. “Mary MacPherran, but you can call me Skeeter. That’s um...some glove you’ve got there.”

“It is of my own design,” Doom said. He bowed slightly and then turned to the other woman. “Victor von Doom,” he said, taking her hand as well.

“Marsha Rosenberg,” she said.

Doom smiled at them and pressed her hand gently. He knew his appearance often had an unnerving effect on people due to a natural fear of advanced technology and power—and perhaps, of those who hide their faces—but Misses MacPherran and Rosenberg did not seem discomfited in the least.

“Marsha,” he said. “Skeeter. I have a proposal for you. It involves some slight risk—but certainly no more than you already experience in this place, surrounded by the deadly variety of organisms that roam this world.”

“Sales pitch,” Skeeter said and rolled her eyes.

“Indeed,” Doom said. “I bring to you a proposal. And like all good deals, this one benefits us both. I have need of more people to execute a plan that will return us all to our home world, and situate us better than when we left.”

Whether this was true, Doom did not know. He anticipated that the Beyonder would follow through on his promise—but he, Doom, could not predict how his whims would change when he gained control of the Beyonder’s abilities and became omnipotent. Even so, it made for a compelling narrative.

“For you,” he went on, seeing that he had their attention, “the benefits present opportunity. Would you wish to get home? Would you wish to be part of the grand mission that

will open the way for us to do so? Here is a way to unlock that door...which also leads to a destiny you have never imagined."

At first they were astonished. Then they were skeptical. Then they were intrigued—and that was when Doom knew he had them.

FIFTEEN



INSIDE the heroes' HQ, Storm headed for the command center. Its nearly hemispherical dome would allow her to better observe the tempest's fury. On camera, debris from their fight with the villains roiled in the floodwaters washing down from the crest of hills where the battle had occurred. Reed, Ben, and Johnny watched the floodwaters tearing through the valley. Some of the building's lower levels were well underwater, but the structure's integrity was holding up so far. "These unknown alien dudes sure knew how to build giant headquarters," Johnny Storm said. "Gotta give 'em credit."

"Yeah," Ben said. "Next thing you know, it'll turn itself into an ark and we can just float back to Earth."

They turned to see Storm coming in, and she nodded. She was not particularly close to any of the three, but she valued them as allies. "I came in to get a look at the

weather,” she said. “I could have opened an exterior door, but I didn’t wish to inflict it on anyone else.”

“Manners,” Ben Grimm said. “Not quite dead.”

“Thank you for saying so, Ben,” Storm said. Then she did a double take. “You’re—”

“Yep,” he said. “Flesh and blood. Dunno how it happened. Also dunno if I’ll be any good in a fight now. Funny how when you get what you want, it isn’t always what you want.”

“Perhaps that is a lesson of Battleworld,” Storm suggested.

“Maybe another lesson of Battleworld is you can’t count on your friends to come through when you’re under attack,” Johnny said.

Ororo turned to face him. “Is that an accusation, Johnny? Magneto was in and out of this base practically before we knew of his presence. We were gathered in a distant wing. But if you have already decided to ascribe a certain motivation to our actions, that explanation will not satisfy you.”

“No, I’ll take your word for it,” Johnny said. “But I can’t speak for everyone.”

“Nor would I ask you to. Your candor is appreciated—as is your trust.” Ororo returned to observing the weather and glanced occasionally at the video image of Galactus, who still stood on his mountain peak. The storm did not move him or appear to interest him. Storm would have given a great deal of money to know what he was doing. She would have given even more to eliminate the mistrust that was already tainting the relationships among the displaced heroes.

“Uh-oh,” Johnny said. “Manners may not be dead, but we might.”

Storm checked the monitor to see what he was talking about. Far above them, the storm had sheared off the top of

a mountain— either along an ancient fissure, or because the mountain had been weakened by being slammed into this new planet along with dozens or hundreds of other mountain ranges from different worlds. The broken piece was larger than the HQ. It tumbled against the mountain's flank, slid, then turned over and bounced free.

"It's heading right for us," Ben said, his voice rising in alarm. "We don't stand a chance!" The mountaintop bore down on them.

If only I were outside, Storm thought as she instinctively sprinted for the nearest exit. *Maybe there would be something I could do...*

But she wouldn't be able to get there in time.

She stopped in her tracks as something streaked into view on the monitor—like lightning but moving in the wrong direction, at an angle up from the ground. It hit the immense mass of rock and blew it apart with an explosion that sounded loud even against the deafening backdrop of the storm. "Holy—!" Ben stared in amazement as smaller pieces of the mountain thundered down and bounced off the shielding protecting the complex. Some of them broke through, leaving dents and damaged machinery, but nothing like the devastation the intact mountaintop would have caused.

"Who did that?" Johnny wondered aloud.

Storm glanced at Reed Richards. He was looking at her with a half-smile. "It doesn't take a scientist to figure this out, does it, Reed?"

"If I extrapolate from the available data, Ororo, which is that you are here in front of us," he said, "then there is really only one other possibility."

She laughed. "Let me go see if we are correct."

*

A cylindrical structure set at the back end of the HQ, against the slope of another mountain, towered a hundred meters or more over the main dome and outlying structures. Storm lifted herself to it, riding the wild currents and the ever-present tingle of lightning about to birth itself. *What a storm!*

Standing atop the tower, arm raised and hair whipping, was exactly who she had expected: Thor. His hammer arced down out of the sky and smacked firmly into his palm as she landed on the tower's observation platform next to him.

"A fine evening for the likes of us!" he roared. "Not so the poor souls trapped inside."

"True! And you seem to be making a sport of it," she called back.

"Sport? You read my mind, Ororo Munroe. You see, I have been competing against myself to see how many rocks I can knock from the sky. It is not a good contest with only one player. But you! You will be a fine challenger."

"I don't have a hammer!" she said.

"Surely one such as you needs no such tool!" he answered with a broad grin. "You were born with the powers of weather at your command! Forgive a god for his simpler toys."

She smirked at him. "All right, we'll call that even. Let's see what you've got."

The violence of the storm, even apart from the lightning, would have been fatal to most people within minutes. But the thunder god and mistress of the elements had their own ways of handling the extreme meteorological event. Thor threw his head back and roared a greeting to the storm. Lightning blasted down around him as if in answer. Storm flew high above the tower rooftop and hovered, creating a pocket of quiet air. The storm lashed against it with driving rain that had already flooded the valley surrounding their headquarters. More lightning crashed around Storm. She

exulted in it. This weather surged through her like nothing she had ever felt on Earth. Her blood was lightning, her heartbeat thunder. This was what she always imagined when a storm on Earth had passed. It was grander, epic in scale and violence.

Ororo felt like she had been meant to come here. Even if she were not meant to stay, this was a small part of her destiny.

She was so swept up in the experience that she didn't even hear Thor the first few times he called to her. When she finally did look over, he held up three fingers. "Already!" he cried. "You have some catching up to do!"

Storm laughed out loud. *Very well*, she thought. *Game on.*

She channeled the lightning down to destroy a steep slope and control its collapse, so it rumbled away into the valley floor rather than burying part of the HQ. She carved a new channel with the waters, directing them away from the vulnerable lower levels.

But mostly she blew rocks out of the sky, as did Thor. The storm loosened and broke off the surrounding mountains. She and Thor stayed even, more or less. She was right that Mjolnir gave him striking power she did not possess; he was right that she could use wind and temperature and rain to achieve less spectacular but equally vital effects. It was the best game she had ever played, matching strike for strike with the god of thunder—and then it was over, with five words in Xavier's voice ringing through her head:

Ororo. We must consult. Immediately.

Ororo faltered. She had a feeling she knew what Xavier was going to say, but she had to go. Being part of the X-Men meant answering the call—even when you knew it was going to be bad news.

"I concede, Thor!" she said, letting her voice ring with the energy of the storm. "I am needed elsewhere!"

"Hie thee inside, then," Thor said. His teeth were bared in a gleeful snarl, like he was throwing Mjolnir at frost giants instead of flying boulders. "I swear on Gungnir itself that I will not mock you when next we meet...and though I may strike a thousand mountains from the sky when you have gone, I will count none of them against you."

Storm nodded formally at him. He made her smile. Whatever he was, god or alien or something in between, the world could use more like him.

Inside, she passed again through the central communications area. Ben and Johnny were gone; the Hulk and Captain America had joined Reed. Storm could tell they were in the midst of an intense conversation, and she didn't wish to interrupt. She was well aware of the tension between the X-Men and the others—and she had her own call to answer.

"Instruments detect some kind of intense energy emanation coming from the enemy base," Reed was saying as she passed through. "It's almost like they're trying to tap the power of the storm."

Don't knock it until you've tried it, Reed, she thought. She'd never been so exhilarated in her life, nor so reluctant to answer Xavier's summons.

SIXTEEN



SPIDER-MAN was exploring the building's vast interior spaces. Might as well see what he could see, since it seemed likely he was going to spend the rest of his life there. He was thinking of home, of New York and Mary Jane. He even missed J. Jonah Jameson, his tyrannical boss. Staying on the move helped him feel less homesick.

He swung past the big hall outside the command center. A few of the others were watching the lightning, and Reed was cycling through a series of images on the holographic screens that overlaid some of the windows. He appeared to have figured out how to use the terminals and instrument arrays without much trouble—almost as if they'd been designed for human use, as unlikely as that seemed. The room wasn't that much different than a Helicarrier bridge, except there weren't S.H.I.E.L.D. logos everywhere.

Storm passed by on her way down from...outside? She was soaking wet, anyway, and Spidey could have smelled the ozone on her a mile away. He continued on as she passed out of sight. This place was big. It was like having an entire city to explore. He swung by a window where he could look out on the storm and floodwaters. It was something else. But you could only watch a storm—or a Storm—for so long, so Spidey swung on. Before too long, he was thinking about the Beyonder.

Granting me my fondest wish, huh? My heart's desire? Spidey thought. *I want Gwen back alive. And Uncle Ben. That's it. No world domination, no more super powers than I already have, no riches...*

Well, riches would be nice.

But no, he thought. *Gwen and Ben, that's what I would want.*

While Peter was hanging there woolgathering, Reed left the command center. He walked toward his quarters with his head down, like the whole weight of Battleworld was on his shoulders. Spidey couldn't blame him. Reed had to be missing Sue and Franklin—a lot of them had loved ones they'd left behind. Spidey missed MJ something fierce. But Reed also had a leadership role here, and it was mighty hard to be a leader when you had no idea what you were leading your troops toward, or why—challenged to play survival of the fittest by a loony space alien who had destroyed a galaxy and told you that if you did what he said, you'd have everything you ever wanted.

"Geez," he said to himself out loud—but quietly, like someone might hear even though Reed was already gone. "You put it like that, it sounds kind of crazy."

He looked around for the right spot to slap a little webbing and swing down. Some place where he could sit and try to avoid thinking too much about things he couldn't control—Battleworld, Galactus, the sad state of the Mets—

when he noticed a gathering below. *Hmm*, he thought. *What have we here?*

A little meeting of mutants, that's what. Storm was just joining. Xavier—*man, it's weird to see him walking around*—was the focal point. Wolverine, Colossus, Rogue, Cyclops, and Nightcrawler were already there.

Spidey had always liked Nightcrawler. He felt kind of simpatico with him, except for the blue skin and demonic appearance and teleportation powers. "I dislike it," Nightcrawler was saying. "Already we keep ourselves apart, and now...is this truly the best course?"

"We must take matters into our own hands. We do not belong here," Xavier said firmly, as if he had already said it several times.

"I'll say," Rogue chimed in. "I've tangled with the Avengers before, and I do believe they hold a grudge even though I've been reformed for longer now than I was ever on the wrong side of the law. They didn't like seeing me here with y'all anyhow, and I'm guessin' that they don't like any of us around by extension. Seems like they think we're all outlaws."

"Like I said before, they're all government stooges when you get right down to it. Let 'em start something," Wolverine said.

"Control yourself, Logan," Xavier said before he could work up a head of steam. "The last thing we need before we leave is an incident... but leave we must. Captain America and Wasp are figures of authority. The X-Men have not fared well when allied to authority. We must be our own law, as we have been back on Earth. We will do what is right, but we will not do what we are told. The only way to ensure our autonomy is to separate ourselves from the Avengers and their cohorts."

Colossus and Storm stood together. Cyclops hadn't said anything yet, which Spidey thought was weird because

normally you couldn't get that guy to shut up and stop bossing everyone around. "Must it ever be so?" Colossus wondered. "Must even those who are different among humans fear and hate us because we, as mutants, at times must operate outside the law?"

"Is that what's happening?" Nightcrawler asked. "I do not see it. All of us are fearing each other, *nicht wahr*? We are far from home, and we have been told to kill our enemies. They will try to kill us, too. Why would there not be fear?"

"Dear Kurt," Storm said. "I would love for that to be the only problem. But if you do not see the way they look at us, it is because you aren't looking."

"Nobody likes it," Cyclops said. "I talk to Reed every couple of hours. He doesn't mean anyone harm on our side—but when push comes to shove, the Avengers and the Fantastic Four will band together, and we're going to be out in the cold."

"Not if we have already formed a new alliance with Magneto that will protect us all," Storm said. "I do not like it, but I think Xavier is correct. This is the only way."

"What about Spider-Man?" Rogue asked. "He isn't an Avenger."

"Spider-Man..." Xavier said. Then his head snapped up. "Spider-Man! He is eavesdropping on us now!"

Uh-oh, Spidey thought.

Maybe the window was weaker than he'd thought, or maybe it had been loosened by the impact of the falling debris—but whatever the cause, it broke when Spidey went to spring away. He fell right into the middle of the X-Men's confab.

"Hey, everyone! I heard what you guys were saying, and I have to tell you I didn't like it too much! Gonna have to rat you out now. Hope you won't mind."

He nudged Xavier out of the way, not wanting to hurt him, but gave Cyclops a little more of a shove. Then he was bounding away from the X-Men, snapping webs at anyone who got too close and trying to figure out how the heck you got out of this room anyway. “C’mere, kid,” Wolverine growled. “Settle down and listen. You don’t know—”

Spidey gave him a little web-gag. He didn’t like when people called him a kid. He’d been doing this since he was 15 years old— longer than many of the other heroes present. “We can explain,” Colossus protested.

“Tell it to the Marines, tough guy,” Spider-Man said. “I heard enough when you mentioned a new alliance with Magneto. In case you’ve forgotten, he just kidnapped Wasp!” He wrapped up Rogue and almost had Nightcrawler, too, but the little blue guy poofed out of the way—and showed up again right in front of him.

“Nice trick,” Spidey said. But his spider-sense was firing on all cylinders, and he’d figured Nightcrawler would do something like that. He was unloading his web shooters before Nightcrawler had even appeared again. The webs tangled him up good and left him stuck to some kind of intake fan.

Man, if I could fight like this all the time...nope, Spidey told himself. *That would mean staying on Battleworld when the point is to get home.* But first he had to get away from the X-Men. He could already see Rogue tearing through his webs with her superhuman strength, one of the many powers she’d accidentally—so she claimed—stolen from Carol Danvers. If Spidey let her get too close, she’d steal his powers, too. Last thing in the world he needed was to be facing a Spider-Rogue.

He swung around and found himself confronting Cyclops, Colossus, Wolverine, and Storm. “Oh, hey, there you are!” he said, spinning around to drive a heel into Wolverine’s face.

“You can’t sneak up on me, whiskers! Don’t you know about my spidey-sense?”

“Spider-Man!” Cyclops shouted. “It’s not what you think! Stop!” He unleashed an optic blast that blew a hole in the wall ahead of Spider-Man.

“Stop? After this welcoming committee? Not a chance. Seeya!” Spidey sang out. He flipped himself up and over one of the zillion pipes and ducts in the HQ, and then he was too far ahead of them to be caught.

He had to find Reed. Or should he go to Cap first? *Hmm...nope.* Reed. He knew where to find Mister Fantastic—and the scientist would be the most level-headed of all of them. Yes—Reed would know what to do. Spidey retraced his steps—or rather, swings—taking off in the direction in which he’d last seen Reed going. His room was down here somewhere...

There he was, still walking by himself, slumped and overwhelmed. Spidey called out to him. “Reed!”

Reed spun around. “Spider-Man? What’s wrong, son?”

“Listen to me!” Spidey panted as he landed. “We’ve got to—” Then he paused. *What was I in such a hurry about?* He mentally retraced his steps, remembering how he’d seen Storm go by smelling like lightning, then wandering...

Whatever it was, it was gone. “To, um...huh. I forgot.”

Reed was looking at him with grave worry. “Don’t sweat it, pal,” Spidey said. “Lost my train of thought, that’s all. Tired. You know how it is. Hey, take it easy.”

He swung away. For some reason, he finally felt at ease. With any luck, he would sleep well tonight.

*

Xavier rubbed his temples. He despised using his psionic powers to forcibly manipulate another’s mind, but there was too much at stake here. Cyclops even now was talking to

Reed to make sure he held no suspicions. Then they would rendezvous at their departure point, and the deed would be done. There was no turning back.

He reached out and touched Cyclops' mind. The conversation with Reed appeared to be going well. *Return, Scott*, he said.

The X-Men met in a hangar set into the downstream side of the headquarters. The floodwaters rushed by only a few feet below the landing pad's lip. "I have learned how to operate this vessel," Xavier told them. "It responds to telepathic commands of sufficient power, which I am fortunate enough to possess." He did not mention the strange convenience of this—they had enough concerns. "Despite the storm, we leave at once, X-Men. Know that I do not take this action lightly, yet it is necessary if we are to survive."

SEVENTEEN



DOOM stood surrounded by holographic screens three times his height, each of which cycled through views of the surrounding terrain out to a distance of several thousand miles. He noted Magneto's departure from the heroes' base, his return, and then his exit again—this time with a small ball of steel in tow. Like himself, Magneto had eschewed the designated teams. For different reasons, one suspected—but perhaps this small commonality could be maneuvered into something more substantial.

Doom reached out to Magneto while Skeeter and Marsha prepared themselves for their respective sessions. Doombase's surveillance machinery located Magneto's home and connected without any instruction beyond a verbal command.

"Victor," Magneto said when he appeared on the screen. He wasn't wearing his helmet, which Doom noted and filed

away. Something had Magneto feeling very comfortable, it seemed, if he were not worried about telepathic intrusion from Xavier.

“Magneto. I will be brief: You have left the group to which the Beyonder originally attached you. I infer from this that you would be open to discussion of a new alliance. Doombase would find you a useful ally.”

“Ally?” Magneto echoed. “Or subordinate?”

“The situation as it stands would place you under my leadership,” Doom said. “In that, you would join the rest of this group. All have agreed that I am best able to lead and ensure that we defeat your former team—and, more important, that we learn the source of the Beyonder’s power and take it for our own.”

Magneto smirked. “I saw how well your initial efforts in that direction turned out, Victor. If that was your audition to lead, I cannot say you made an entirely favorable impression.”

“One must dare,” Doom said. He ignored Magneto’s insult. Let Magneto show his pride. Doom had a greater goal in mind, and Magneto would be a useful asset to him.

“I will save you the trouble of more tortured politeness,” Magneto said. “I am not interested in an alliance.”

“I will not ask again,” Doom said.

“Permit me to repeat myself: I am not interested in an alliance.”

“Very well,” Doom said. “But be warned. If you do not serve me, I will consider you an enemy.”

“I serve no one, Doom. I make my own way,” Magneto said—just as Doom had expected. Pride was the one area in which Doom considered the mutant his equal.

“So be it! Know that your choice is irrevocable, and that you will live to regret it.” Doom broke the connection and considered his options. Magneto’s refusal was not

unexpected but still troublesome. If the Beyonder had decided to pit all of them against each other, Magneto would sooner or later become an enemy. Doom preferred to suborn potential enemies and then undermine them at the moment of his choosing. This was often easier and more effective than open opposition.

However, Magneto had determined to proceed down a different path, as was his right—just as all people had the right to be idiotic. He would, as Doom had told him, live to regret it.

But not much longer than that.

The headstrong idiots Doom now commanded had suffered losses in their first engagement, and Magneto would have been a useful addition to his resources, but Doom would address the personnel shortfall now—at least in part. Once that was accomplished, Reed Richards and Captain America were due a visit. But first things first.

Leaving the communications console, he strode through Doombase, avoiding the others and entering a chamber he had decreed off-limits to all but himself. This was where he had begun experimenting with the base's technology and conceived the plan to bolster the group's ranks.

On two platforms, built into tubular structures that stretched from floor to ceiling, stood Marsha Rosenberg and Skeeter MacPherran.

"Pardon the delay," Doom said. "I was unavoidably detained on other business. Are you prepared?"

This last was a rhetorical question. He had no intention of letting either of them return to their ravaged slice of Denver at this point. They were perfectly suited to his scientific needs, and they knew too much of the interior of Doombase to walk away now.

"I'm ready," Marsha said. "Skeeter?"

"Whenever," she said.

Doom nodded.

“We begin, then,” he said. Initializing a series of processes from a central command terminal, Doom watched as clear walls encircled the platforms on which they stood. “It is a perfect time to undertake this operation,” he said. “This alien technology is quite subtle and powerful, but it requires enormous amounts of energy to perform its function. The tempest now raging outside provides a perfect source of that energy. In other words, ladies—you are here at the exact right moment.”

“Glad to hear it,” Skeeter said, in a tone that suggested she’d be just as happy to be watching reruns on television. She was a typical human—interested in power, but not its workings.

“You dare to gamble for power,” Doom said. “Few have the courage to make that choice. I salute you—but you must crave it! You must seize the power that will shortly infuse your bodies!”

He rocked back a lever, and conduits leading down from the ceiling into the pillars began to glow. When the lever was all the way down and the energy channel fully open, Doom triggered a DNA scan. He had already conducted a preliminary scan to search out useful imperfections in the women’s genomes and analyze the best way to imbue each with new powers. This scan was targeted more minutely. It would pick out which parts of each woman’s genome were responding to the increased energy. The instruments would do the rest. Doom had programmed certain parameters into their potential transformations and consulted with each woman about what the best result would be.

Now to see whether the instruments would perform as intended.

“Welcome it!” he called over the rising hum and crackle of the energy. “Open yourselves to it despite the pain!”

The interiors of the capsules glowed, silhouetting Marsha and Skeeter. “Embrace it!” Doom cried. “If you do not, it will destroy you!”

He was testing the limits of how much power a normal human could withstand. He did not know whether this first attempt would succeed. If it did not, a return trip to Denver would be in order. Deep inside each of the silhouettes, a red sparkle appeared. It flowed in chaotic swirls, growing brighter as Doom threw the final switch that would direct the full energy of the storm into the capsules.

Neither woman made a sound; neither moved. The hum of energy in the room was nearly tectonic, thrumming in Doom’s bones and inside his armor. He watched monitors and saw that the analysis of their genomes was complete. The energy infusion had reached its optimal state. More would do damage—and perhaps damage had already been done.

He cut the power.

The crackle inside the capsules dissipated, bleeding away into nothingness like the last dying tendrils of electricity in a Van de Graaff generator when it was depowered. For a moment, there was utter silence.

Doom opened the capsules.

Skeeter MacPherran emerged first. She was half a meter taller, carrying three times as much muscle as before. An Amazonian specimen, fit for the Olympics—or for the much more serious work of crushing Doom’s enemies. The genome analysis had revealed latent potential for enhanced strength—and from her new appearance, Doom suspected that potential was greater than he had guessed. So much the better.

She looked down at herself in wonder. “I don’t ever want to change back,” was the first thing she said. “This is what it’s like to be strong. I can feel it.” She clenched her fists. “All my life I’ve dreamed of this!”

Ah, Doom thought. Just as the Beyonder said—and as Doom had said to her.

Skeeter looked up at Doom. “Where’re the clothes I designed?”

He was only too happy to oblige her. “Here, Miss MacPherran.”

“No,” she said. “I’m not Skeeter MacPherran anymore. I want a new name. Something flashy. Something that’ll show me off a little. Nobody’s ever been impressed by me in my life, and that’s going to change.”

“Names can wait,” Doom said. “First, see your companion.”

Marsha Rosenberg emerged from her capsule utterly transformed. Her silhouette was black, but fires burned in a nimbus around her body. “You were right, Doctor! I did it!” she exulted. “I can feel that power in me now...so strange.” She paused. “I can change back, can’t I? You said I’d be able to!”

“You can,” Doom said. He believed it to be true from the profile returned by the genomic scan during the transformation. She would have to find out on her own. “If I had not arranged for you to reassume a normal human form, you would have been unable to eat or sleep. Your useful life would have been quite short.”

Unless, he mused, he could create a new Molecule Man—but that was an experiment for another time. He had here two very interesting results, and it was time to explore them.

“Your body is composed of an ionized plasma, like the core of a star,” he explained. “You can radiate thermal energy from your skin and direct it as you wish. Do so! Now!”

With that command, Doom pointed at a small-wheeled vehicle he had used to transport equipment to this room. Marsha thrust both hands at it, and it flashed into glowing molten slag. Its nonmetallic parts burned away instantly in a

boil of acrid smoke. "I can feel it," she said, just as Skeeter had. "I can feel the heat inside me. So much... it's hard to believe I can contain it."

She pivoted to face Doom again. "I want a new name, too. Something that sounds powerful, something hot." An idea occurred to her, and she smiled. The effect was quite strange on a face composed of million-degree ionized plasma.

"I want to be called Volcana," she said.

"Then so shall you be called," Doom said.

"And you can call me Titania," came the former Skeeter MacPherran's voice. Doom turned to see that she had changed into her chosen ensemble of red, with high boots and lines selected to accent the power of her form. "Let me clear away that slag for you, Doom," she said.

He warned her it was still hot, but she picked it up over her head and laughed. "I feel like nothing can hurt me now!" she said, and flung the tons of cooling slag out through the window with a crash. Steam spat and crackled away from it, and lightning struck it as it fell away into the howling storm.

"You are relishing your new strength, as you should be," Doom said. "But take heed. Soon you will be tested in combat, and you will meet opponents much the same as yourselves. You can be hurt... though not easily."

He turned and led them away to meet the others. The procedure had been a complete success. Richards had a surprise in store when next they met.

First, though, Doom introduced the new members to his alliance. "I have summoned you here to meet our new recruits: Titania and Volcana!" he proclaimed when they were all gathered in a greenhouse space on the leeward side of Doombase. "Ladies, you will learn more about your comrades in due time, but let there be introductions." Pointing at each in turn, he said, "The robot Ultron. Indestructible, immensely powerful...and my bodyguard. The

others, in order: The Wrecker. Doctor Octopus. The Absorbing Man. Molecule Man.”

“Where’d they come from?” the Wrecker demanded. “I thought we was the only ones on this planet except for the Avengers and their pals.”

“Doom probably built ’em from scratch,” cracked Creel.

Titania walked over to where the Absorbing Man lay on a couch. Doom watched with interest. It was always curious to see how ordinary humans established their pecking orders. “I’m from Denver, pal,” she said. “You think you’re the toughest one here? Get up!”

As she spoke, she smashed a huge stone statue with an effortless backhand.

Unimpressed—or at least managing to look that way—Creel said, “Whatcha got in mind?”

“Whatever I want,” Titania said. “For the first time in my life, I’m not the one on the receiving end. Get up.”

“Nah,” Creel said.

“You’re backing down? You scared to face me?”

“Kid, if you got something to prove, prove it tomorrow against the Avengers. I’m not getting up.” The Absorbing Man grinned at her. “Unless you can inspire me a little.”

Furious and frustrated, Titania spun on her heel and left a trail of wreckage on her way out of the room. Doom was impressed with her physical strength—less so with her self-control.

“Octopus! Ultron!” he commanded. “Go to the hangar deck and prepare assault vehicles. This storm will clear by dawn. When it does, we will strike!”

As he strode away, Doom noticed Volcana and Molecule Man speaking. *This is worth staying to observe*, he thought. Owen Reece was in all likelihood the key to what would happen when Doom and the Beyonder at last met. Doom

intended to know as much about him as could be known—before he had to depend on him.

“I hate all that smashing around,” Reece was saying. “Trying to pick fights. All that. I can’t stand it.”

“Really?” Volcana said. “You? The infamous Molecule Man? I always wanted to meet you, you know. You’re different than I thought you’d be.”

“Yeah, I know. Shorter, right?” he joked.

“No,” she said, transforming from her plasma state to her regular old Marsha Rosenberg form. *Interesting*, Doom thought. Apparently the transformation was quite easy for her to manage. “More...sensitive.”

To Doom, that word was a nail on a chalkboard—but Molecule Man behaved as though she had bestowed on him a great compliment. “You really think so?” he asked. “That’s what my therapist says, too. I’ve been seeing one since I almost destroyed the Earth.”

They both looked out of one of the greenhouse’s great windows at the storm’s fury. “It’s something, isn’t it?” Volcana said. Doom could see her interest in him, her pathetic attempts to keep the conversation going. *Appalling sentimentality*, he thought. He had expected more of Volcana.

Molecule Man shrugged. “Just molecules. I could stop it all if I wanted to. But my therapist says I should let things take their course, so...you know. Unless Doom asked me to. Now that’s an impressive guy.”

“I know,” she said. “Incredible charisma.”

“I don’t like what he’s doing, I don’t think,” Molecule Man said. “But I can’t help believing in him, and I sure don’t trust the Avengers. They’re not going to try to get us back to Earth. Doom’s got big plans. He knows what he’s doing. I don’t like it when he orders me around, but I’ll do what I

have to if it means getting home. Even if I have to rip this planet apart.”

Good to know, thought Doom. He continued on his way to make preparations for the next day.

BRUCE BANNER

He was losing his mind.

Not all at once. In dribs and drabs, bits and bytes, thought by thought. Things he had been able to do in his sleep when he was fourteen were now so hard that trying to do them kept him from sleeping. Equations fluttered across his forebrain and slipped away. Ideas teased him and would not coalesce.

On top of that, he was afraid to tell any of the others. He couldn't stand the thought of once again becoming a dumb, rage-filled beast— of losing his ability to speak, to reason, to be human—even though he was eight feet tall, weighed half a ton, and could lift a 747 without grunting out loud. For years, Banner and the Hulk had been at war. Now the war was over.

Or so he had thought. He had believed that the brain of Banner could exist in the body of the Hulk—but now, on the far edge of an annihilated galaxy, Banner's mind was decaying. And worse, he did not know whether the Beyonder had done it, or whether it had been inevitable.

If Battleworld was about realizing your fondest desire, it sure wasn't working out for Bruce Banner. He was sitting sentry duty and spending a little too much time in the (slowly rotting, Algernon-style) interior of his own head.

Outside, the storm was starting to pass. Inside, Bruce was pretty sure he hadn't seen the worst of it yet.

He threw himself into the problems he'd been trying to solve for hours, and he noticed nothing else until after the sun was up.

EIGHTEEN



IN THE depths of the night, as the storm blew itself out, Thor made a decision. He told no one. It was his prerogative to make decisions—he was the son of Odin.

He had witnessed the Beyonder's power, and knew it to be far in excess of anything he—or anyone, immortal or otherwise—could muster. They would have to consider their alliances carefully and cast aside old rivalries, old grievances, if they were to survive what was to come.

And so Thor Odinson now stood in the lower level of the headquarters, where they were keeping the prisoners. Piledriver, Thunderball, Bulldozer, and Kang hung in stasis chambers. A little apart from them lay Amora the Enchantress, held in a separate regenerative healing capsule. She-Hulk had beaten her quite severely, and Reed Richards had made the decision to heal her—despite the near-certainty that she would turn against them the moment

she regained her strength. A certainty Thor considered again, hesitating before placing a hand on the capsule.

"Awake, sorceress," Thor said, touching a button that deactivated the stasis field holding her. "We must speak." Amora's green eyes fluttered open; she sat up slowly, her long blonde hair unfolding along her back. Thor tried to ignore her beauty.

"Thor!" she exclaimed. "Have you come to gloat at my humiliation? I, a goddess, battered into the dust by a green-skinned mortal woman?"

"Nay," he said. "You and I are the only immortals on this world... or at any rate, the only Asgardians. There are matters of which only we can speak to each other."

"Very well," she said with an alluring smile. "But in a place of my choosing. I'll endure this dungeon no longer."

"Aye...but here or elsewhere, you are still my prisoner," Thor warned. Amora had loved him for millennia. Thor knew that, just as she knew he did not share her feelings. She would beguile him in a moment if he did not remain on guard.

Her smile broadened ever so slightly. "Perhaps. Come, thunder god."

She opened a portal of strange light, and guided him through.

*

He did not know the place where she brought him. It was pleasant enough, though unusual. The plants bore flowers that gave off unfamiliar scents, and the insects in the air around them had the wrong number of legs and wings. Thor put all that out of his mind. There was a pressing issue that could be resolved only by speaking to another Asgardian.

"What prize would you ask of the Beyonder, Amora? You who are already a goddess? What could he offer you to

compel your action?"

"Your love, Odinson," she replied. "For how many thousands of years have I sought it? How many plots have I hatched, how many lives have I destroyed, all for you?"

"Love cannot be taken," Thor said. "Only given."

"Could you ever give yours to me?"

"I—I know not," Thor said.

"Am I not beautiful?"

"Without, surely. But I have learned much during my sojourn in Midgard. The boy I once was would have answered simply yes. But true beauty lies in spirit and action, in matching physical perfection with divine deeds."

"Kiss me, Thor...and I will try."

He might have kissed her then. He had thought about it many times before, but never had he been so tempted. Amora's beauty was unparalleled in the Nine Realms, and she was Asgardian. Surely something within her held the spark of nobility. And the history between them was old and strong, going back since long before Thor had first sojourned on Midgard. But at that moment the earth shook, and Thor knew that he had committed a grave error. He was far from his friends, and they were under attack.

"We have tarried here too long, Amora. Return us!"

NINETEEN



THE ATTACK came at dawn.

A single ship, wound up to ramming speed, came within a mile from impact before any of them knew it was there. Steve snapped awake at the alarms and ran from his sleeping chamber to the main observatory. “Hulk?!” he shouted, seeing the green giant slumped over a desk. Hulk had been on watch. He should have seen the incoming ship, and Steve knew the mistake might well prove fatal. “It’s dawn—what were you doing? Wake the others!”

Hulk shot Cap a murderous glance, then ran to find the others. *Sorry if you’re not used to people talking to you like that, pal, but you just might have gotten us all killed*, Steve thought. *Good thing I always wake up at first light.*

The enemy ship covered the last mile in the time it took Steve to find his boots and get his shield in hand. Cresting the nearest line of hills, it zeroed in on the base and crashed

through the central dome, plowing up a huge furrow of wreckage before coming to a stop near the middle of the complex.

Things started off bad and got worse. Over comms came reports that the enemy team had broken into smaller groups. Some of them were headed to free the prisoners. Others were in search-and-destroy mode. Cap shouted orders and ran like hell. He heard some kind of battle happening near the Fantastic Four's quarters, and alerts started screaming near She-Hulk's room. Fire alarms squealed. Then other reports began coming in: Spectrum had been ambushed and taken out by Doc Ock. Hawkeye was counterattacking, driving Doc Ock away. Iron Man and Spider-Man rallied to prevent the prisoners from escaping, but they came under assault from Ultron and barely survived.

Steve and Hulk caught Doom and Molecule Man still near their ship. Hulk barreled straight at them, and—Steve would never have believed this if he hadn't been seeing it with his own eyes—Molecule Man laid Hulk flat on his back with a hail of huge stones. Like it was nothing. Then he stopped Steve short with an invisible barrier and pinned him back against the wall. Hulk got up and sidearmed a piece of stone right back at Molecule Man, who turned it to dust with a wave of his hand. Then he smiled and said, "You two stay right there."

The same invisible barrier that held Steve now forced Hulk back until they were both pinned together. "Keep fighting, and I'll squeeze until you can't breathe," Molecule Man said.

Then all they could do was watch as Doom's team returned with their rescued companions. "I couldn't find the Enchantress," the Wrecker complained. "But we did a number on these guys. How about we finish 'em off?"

"We have other purposes. To the ship," Doom said. He looked back at Steve and added, "Captain America. You were

never going to win this battle. Yet I would not have expected you to fail in quite so ignoble a fashion."

The ramp lifted up into the belly of Doom's ship. As it rose through the gaping hole in the dome, the barrier holding Steve and Hulk in place vanished. Hulk bellowed and flung a stone the size of a small car at the ship, striking it near its engines. The ship dipped and swerved, but then continued on.

"This is my fault," Hulk said.

You're damn right it is, Steve Rogers thought. But there was no point in saying it. And Steve knew that if he were in charge, the buck stopped with him. As much as he could blame Hulk for falling asleep on sentry duty, he also had to blame himself.

Doom had pulled off a surprise raid to spring his prisoners. The X-Men were gone, or at least hadn't done anything to help. He didn't know where several of his team members were. They'd lost all their prisoners. They had to form up, fast. Take a head count, assess the damage.

Ben Grimm ran into the room. "Johnny's hurt pretty bad," he said. "Reed was out for a minute, but he's coming around. How'd they get the drop on us like that?"

"Doesn't matter, Ben," Steve said. "Where's She-Hulk and Spectrum? And where are the X-Men?"

"And Thor," Hulk said. "Does it seem a little funny to you that he and the Enchantress are both gone?"

It does, Steve thought. A hell of a lot had happened while they were sleeping, and none of it good.

And now he had a feeling the situation was about to get even worse. Doom's ship was taking a long, slow turn at the head of the valley, like it might just be coming back for another visit.

"We need to move," Steve said. "Fast."

TWENTY



IT WAS easy. It was always easy. For Owen Reece, tearing apart a planet would be like tearing the end off the wrapper of a candy bar. Well, maybe not quite *that* easy, but he could do it. He was certain he could. And if he could do that, it would be incredibly simple to do something else much smaller.

Say, completely destroy an enemy base after it had been attacked and all prisoners recovered.

Except they hadn't found Amora. And Thor hadn't been there, either, Owen just realized.

No Asgardians. No X-Men. People were leaving the Avengers' side in droves.

And now I get to really show my stuff, he thought. "Doom?"

"You may proceed," Doom said. They had exited the ship and stood on a ridge looking across the broad valley toward

the Avengers' base built into the foothills of the facing mountains. Owen could have done what he was planning from inside the ship, but he wanted everyone out here watching, where they could give his powers their full attention.

Most important, he wanted Volcana's full attention. She stood next to him, the statuesque lines of her body blooming with flame that flickered and blazed in the black of her hair. She was divine, and she watched him with an expression he was certain was love. *Imagine! A woman like that!*

He destroyed the Avengers' base with a heart full of love. It was simple. He sought out certain molecules and moved them away from others at great speed. When this happened, their energies generated heat. Multiply that by many millions, and you got a series of titanic explosions, with entire towers tumbling end over end and disintegrating in the air. The base's walls blew outward with a shock wave that could be seen on the valley floor, rolling away and uprooting trees as it went. Clouds above blew away from the same shock wave, driven way up into the sky in a matter of seconds. Pieces of the base the size of Doom's ship fell miles away, setting off their own secondary explosions on impact. In less than a minute, the valley became a flaming wasteland.

"That was really unbelievable, Molecule Man," Volcana said afterward, as they flew over the wreckage and found only devastation. "Just a wave of your hand, and the whole thing collapsed. Amazing."

They landed on a ridge overlooking the destroyed base, just to take a closer look at their handiwork—*well*, Owen thought, *my handiwork*. Smoke from the fires blew down the valley. The remnants of the HQ itself lay collapsed at the base of the hills. *So many molecules*, Owen thought. *All mine to command.*

"It's easy if you know how," Owen said. "And please, call me Owen."

"Owen," she said. "What a darling name."

That was when Octavius saw the heroes and gave Owen a chance to top himself. They were running hard over the broken ground. "They're out of range of our weapons," Octavius said. Titania heaved a fallen boulder after them, and it crashed into the earth just behind the heroes. *What an amazing woman*, Owen thought. She was incredibly strong. Maybe even as strong as the Hulk. But throwing giant pieces of rubble miles into the desert was not a high-efficiency mode of attack. "Let's go after 'em," Absorbing Man said.

"That won't be necessary," Owen said. "See those mountains in the distance?"

Everyone saw the mountains.

"Watch," Owen said.

He tore the mountains out of Battleworld and held them in the sky. He moved them, slowly, over the fleeing heroes. And when he was certain they were under the center of the mountain range, he dropped it.

"See?" Owen said. "Simple."

TWENTY-ONE



DOOM relished his victory. His enemies were buried under a mountain, their base destroyed. More important, he had succeeded— with some unexpected help from the lovestruck Volcana—in removing Molecule Man’s inhibitions. The only issue was that the Enchantress had not been found in the rubble. According to the Wrecker, she had not been held with the rest of the prisoners. Doom considered this a gain rather than a loss. Amora was quite powerful, it was true—but she was an inveterate plotter and schemer, loyal only to her own enigmatic agenda. The team would quite possibly be stronger for her absence, since she would not be using her charms to turn them against one another.

All in all, it had been quite a remarkable morning. But there was one thing yet to do. Doom raised his arm to call for the group’s attention. The staging was perfect: All of them

were still gathered in the ruins of the heroes' base. It would be a fitting backdrop for his next action.

But as the group turned to him, he sensed a magical disturbance in the immediate vicinity, a tugging at the part of his mind he had trained to harness the powers of the arcane. The feeling was akin to what were vulgarly called goose bumps, except in one's mind rather than on one's skin. A split second after he noted the sensation, Thor and the Enchantress appeared in the midst of a wash of arcane energy.

Absorbing Man chuckled. "Thor and the Enchantress together, huh? Looks like they've been partying while we were hard at work."

"What—our fortress laid waste?" Thor surveyed their surroundings and quickly focused on Doom. Leveling Mjolnir in Doom's direction, he said, "My comrades. Where are they? What have you done with them? Answer!"

"Why, they are dead," Doom said. "We have slain them all. Molecule Man dropped a mountain on them. Simple and effective, no? And you are soon to join them. You may fight if you wish, but you are outnumbered...thirteen to one? Submit and your last moments will be mercifully quick."

"What odds would prevent Thor from striving to his last breath?" Thor scoffed. He looked to Amora, who took a half-step back as she glanced from Ultron to Molecule Man to Thor. "And perhaps..."

Her eyes flickered as she seemed to run through the cold calculations of the situation. No doubt, she was considering a noble demonstration of loyalty to her fellow Asgardian versus the value of her own life. A moment later, she turned away from the god of thunder, and he looked briefly stricken before his eyes narrowed and his jaw hardened. "So be it," Thor said.

"Enough talk!" Absorbing Man shouted. "Get him!"

Only the Enchantress held back.

The villains converged on Thor, who stood his ground as only the Odinson could. Holding Mjolnir aloft with one hand, Thor deflected a blast from Kang's neutrino pistol. With his other hand, Thor punched a great boulder into gravel when Doctor Octopus used a snake-like tentacle to fling it at him. Ultron charged, and Thor flung Mjolnir to smash the powerful robot to the ground. Doom watched, reluctantly awed by Thor's indomitable will and unbelievable strength.

Titania rushed in to grapple with Thor before Mjolnir returned to his grasp. "The woman who killed Thor," she said. "That's what they'll call me!"

Thor easily brushed aside Titania with a backhand, flinging her far away. "Mayhap, woman," he countered. "When icicles ornament Surtur's fiery realm!" Snatching Mjolnir back, he pivoted to strike at the Wrecker, Piledriver, and Thunderball as Absorbing Man wound up for what he thought—judging by his wild-eyed expression— would be a killing blow. One of Octavius' tentacles wrapped around Thor's throat, but still he fought on. He spun to block Absorbing Man's wrecking ball, and with both hands raised Mjolnir high over his head.

"Away, minions of Doom!" Thor bellowed as he smashed Mjolnir to the ground. "Thy touch offends me!"

Shockwaves from the impact blew away everyone around him. They crashed into the surrounding wreckage, crumpled and broken by Thor's massive blow. He raised Mjolnir again, and the sky crackled with lightning. "Let the fury of the skies smite mine enemies!"

With a series of crackles and thunderous booms, lightning struck down all who would assault Thor. But Doom and Ultron stood unaffected. The electrical discharge from Mjolnir arced and spat between them, yet neither was harmed. "It is time for a demonstration," Doom said. "When I rebuilt Ultron, I added a new weapon to his arsenal. It breaks the bonds holding together subatomic particles. Ultron?"

Without a word, the robot raised one hand. A pink beam flashed soundlessly out. When it touched Thor, he vanished in a burst of light, his helmet clattering to the stones where he had stood.

Silence fell in the ruins as Doom's subordinates staggered to their feet. "Only under combat conditions can one truly evaluate the effectiveness of a newly designed weapon," Doom commented.

This one had passed its first test.

He looked to Amora, who had not taken part in the fight. She stood away from the group, tears rolling down her face. With a glance, Doom let her know that he had observed her inaction. There would be consequences, but he would allow her the opportunity to grovel before he decided what they were.

Molecule Man and Volcana also had held themselves back from the fight, doubtless to gaze longingly into each other's eyes. Doom found this irritating, but he would let it pass. Owen Reece was a valuable asset, and the fight had been his to win whether Reece was involved or not. When one played chess, one did not deploy one's queen in haste. There would come a time when he would command Reece—and Volcana—to act. For now it was not necessary.

Doom returned his attention to Thor's remains—which were few. Octavius held scraps of Thor's cape in one of his tentacles. "Gone," he said. "He was the last of them. That means we've won!"

"The X-Men are not yet accounted for, Octavius. Nor is Magneto. And there remains the...challenge...of Galactus," Doom said. He had given much thought to that problem and believed he might be nearing a solution. "We will return to Doombase and plan our next strike. But first, there is one more matter yet to attend to."

They looked to him; in that brief moment, Doom knew his command was unchallenged. They trusted him now—but

he needed them to fear him as well. This was the time to take care of the matter he had been contemplating when Thor and Amora interrupted.

“One of you tried to kill me,” he said slowly. “Indeed, he almost succeeded.”

The group had clustered together, but now Doom watched with cruel delight as they shuffled away from Kang, leaving him alone to face Doom—and Ultron.

“Doom. Wait. The circumstances...” Kang said. “You would have done the same.”

“Ultron?” Doom said flatly, without turning to look at the robot. Ultron raised an arm.

“Doom, you fool, you’ll need me later! Don’t you—!”

Kang never got to finish. Doom nodded slightly, and Ultron disintegrated Kang instantly.

Turning to the group, Doom said, “I trust the lesson is not lost on the rest of you.” He let his gaze linger on Amora for a moment, then walked away toward their ship.

Yes, he thought. *Now the morning is a nearly perfect success.*

TWENTY-TWO



THE X-MEN were silent for most of the trip to Magneto's fortress. The storm had cleared soon after they left the base now occupied only by the Avengers, three of the Fantastic Four, and Spider-Man. They all finally had a moment to consider the situation. Wolverine was jumpy and irritable. He shot his claws in and out until finally Nightcrawler said, "Why all the popping of claws, Logan? We are all ready for a fight, but you look ready to kill."

"Kurt, I go through life holding back," Logan said. "I'm only able to keep the animal in check because I work at it every single second. But this is war." *SNIKT!* "Maybe the last war, for all the marbles." *SNIKT!* "This time, there's no taking prisoners. Doesn't matter what Chuck thinks."

Up in the cockpit, Storm pointed ahead. "There," she said to Cyclops, who sat beside her at the navigation controls. He twisted the throttle and nudged the controller

sideways, edging the ship closer to the structure she had pointed out.

"If Magneto's not in the mood for an alliance," he said, "we could be in for the fight of our lives."

You've got it wrong, Slim, Logan thought. *The fight of our lives is already happening. It started when we first got here, and there's no way out of it now.*

SNIKT! He retracted his claws as Scott looped their ship in for a landing.

The X-Men disembarked and walked right in through the unlocked, unguarded front entrance of the fortress, following the sound of Magneto's voice. Logan heard a woman talking to Magneto. *Well, now,* Logan thought. *Who could that be?*

They entered a large, glass-bound room and discovered their answer. The Wasp was sitting across from Magneto; they were having a friendly chat, like they might have had in a penthouse overlooking Central Park. "Hey, Mags," Wolverine said. "Any beer around?"

Startled, Magneto stared as Wasp jumped to her feet. "Logan, please," Xavier said.

Sorry, Chuck, Logan thought. *I know you had a big speech planned, but I don't think you really understand what you got us into. We turned our backs on the Avengers, fine. You want to kiss and make up with Magneto, fine. But we need to come on strong, or he's going to find a way to put us all in the ground.*

He felt Xavier's disapproval, but he didn't care.

"Good morning, Erik," Xavier said. "Janet, I am glad to see you are well."

Neither Magneto nor Wasp replied. Wasp looked so uncomfortable that Logan almost laughed out loud.

"I have come to discuss joining forces with you, Erik," Xavier went on. "I believe it may be mutually advantageous to forget our differences and work together."

Wrong again, Logan thought. The best way for us to work together is to remember our differences. That way it won't be a surprise when ol' Magneto turns on us. Again.

"As a force independent of Captain America and Reed Richards, there is much we might accomplish together," Xavier finished.

"Interesting," Magneto said. "Janet and I have been discussing precisely that. 'Slay your enemies and all you desire shall be yours.' That is what the Beyonder promised—and having seen his powers, I think we can all believe in his ability to follow through on that. Therefore, we must take the fight to Doom and his lackeys. If Doom wins, the Beyonder will grant his sociopathic desires—but we have the power to bring about a new Golden Age, here and throughout the universe. Humans and mutants at peace, Charles. That is what you want, is it not? The cost is not so much when one considers the benefits to be reaped."

He turned to Wasp. "A fight to the death, my dear. As we agreed, correct?"

"You know what's correct, Mags?" she shot back. "You're a pompous, self-righteous maniac. But you're cute."

Now Logan did laugh. He could see what was coming a moment before Magneto did. That was the thing about trying to run the world. You were always vulnerable to people nodding and smiling, then sticking a knife in your back.

Wasp shrank to her miniature, winged form and said, "Did you seriously think I was agreeing with you?" She shook her head sadly. "Are you that desperate? I was playing along to find out what you were up to, Magneto. And now that I know, the Avengers will stop you. We have to."

Taking advantage of the moment of surprise, Wasp stung Magneto with a bioelectric shock that dropped him to his knees. *Whoa*, Logan thought. *She's getting a little carried away.*

“Settle down, there,” Wolverine said, gently swiping at Wasp. “We’re gonna need Magneto. You want to humble him a little, that’s fine by me, but you’re not running back to your clubhouse without talking to us first.”

The other X-Men tried to catch her, but she nimbly zipped around them. She slipped right through their hands, and her sting hit like a truck. She even slowed down Logan enough to get a head start for the exit.

Magneto, his pride stung at least as much as his face where she’d zapped him, turned to the window in a cold fury. “Little fool,” he said. “She won’t get far.”

Logan could see Wasp zigzagging up into the sky in a ship she’d boosted from the hangar. Magneto raised a hand to take her down.

“I cannot allow you to do this, Erik!” Xavier said, catching Magneto’s arm. The gathered magnetic force Magneto had been about to unleash hummed in Logan’s ears.

“Allow me? You presume much, Charles!”

“Listen to me!” Xavier said. And whether Magneto saw reason or Xavier gave him a little telepathic push—as he’d done with Spider-Man—Logan would never know, but Magneto held back for the moment. “I could have stopped Wasp from leaving with a thought,” Xavier said. “But I did not. Last night, I succumbed to the prime danger of the Beyonder’s promise—the belief that if I were victorious, I and I alone would know best what wish to demand. In that moment of weakness, I was no better than Doom—or anyone else who compromises principle for results. You must not fall victim to that same error, Erik. I will not permit it.”

The two old enemies—once friends—glared at each other.

“Chuck’s probably right,” Logan said. “Plus, Mags? You’re not wearing your helmet.”

Magneto turned his furious glare on Logan. But he did not strike Wasp's ship down.

Okay, then, Logan thought. Let's make a plan.

TWENTY-THREE



SPIDER-MAN had been in some tough spots in his life, but Peter Parker couldn't think of any situation worse than where he was at the moment: buried under a whole mountain range on a faraway planet, wedged into a tiny, almost airless space alongside the Fantastic Four and the Avengers with only the Hulk's strength between them and oblivion. Banner strained under the weight of the tons of rock above, bracing it just enough to keep all of them from being squashed into little puddles of goo. What air there was smelled kind of like the bottom of a laundry hamper.

Spectrum lit up the space with a pale glow from her hands as the group ran through all its options. "There's not enough air for me to flame on and burn my way out," Johnny Storm said. "And I'm not sure I could do it, anyway. Think a couple of my ribs are broken from the fight. " He paused for breath. "I'm having a little trouble here, guys."

"I could get us out, but I don't think anyone wants me to stop holding up the mountain," said the Hulk. He looked down at his cousin, who could've helped if she'd been, well, conscious.

Reed, who had taken a bump on the head and was just now recovering his senses, said, "What resources do we have? Rhodes, you must have a tool kit in the suit. Who else has anything mechanical? Spider-Man, give me your web shooters. Hawkeye, the electronics in your arrowheads. Anything. Let me get a look at it and see what I can do."

"Better hurry up," Spidey said. "Hulk looks like he's breaking a sweat. You getting wimpy on us, Greenie?"

"Shut up," Hulk said.

Spider-Man continued, watching the green giant carefully. "I'm just saying, you talk like you're the strongest person who's ever lived—but man, now we really need you, and I dunno. I'm thinking we might all be splat any second. You need to get in the weight room, buddy, and I say that as a friend."

"What the hell is wrong with you?" Hawkeye asked.

"Wrong with me?" Spidey said. "I'm in tip-top form. But holding up mountains isn't in my job description. Catching crooks, protecting the innocent, that's my gig. This guy," he cocked a thumb at the Hulk, "is supposed to be the strong one. But look at him."

Reed caught his eye and gave him a subtle nod. *That's right, Spidey thought. You know what I'm doing. If we don't keep the Hulk's strength up, there's no way we make it through the next few minutes. And the madder he gets...*

While inspecting the Iron Man armor, Reed got in on the act. "This suit is more technologically advanced than I'd suspected," he said. "It's humbling, really. I consider myself fairly intelligent, as you all know, but seeing Tony Stark's workmanship here hammers home just how brilliant he is."

"You shut up, too, Richards!" Hulk snarled. "I'm tired of hearing about how brilliant you are, and how brilliant Stark is! You hear me? This is the stupid Hulk talking, the one who's holding up the mountain so you and your brilliant brain don't die!"

"Oh, poor you," Reed said. "So buried in your own self-pity, whining and crying all the time about how nobody gives you credit for Banner's brains. Well, I hate to tell you this, Hulk, but we don't need your brains. We need your muscles. Keep using them, and stop wasting your breath complaining."

"You arrogant bastard!" Hulk thundered, loud enough that small pieces of rock shook loose and rattled down among them. "You know I'm losing my intellect, don't you? And you think you can talk to me like the idiot monster I'm going to become again? Well, you better hope whatever plan your brilliant brain is coming up with fails, because I'm going to tear you into little bloody brilliant pieces if we get out of here!"

"That's it, Hulk old buddy," Spidey said. "Stoke that furnace. Even if you're not going to be smart anymore, we'll still love you."

"Once I smear Richards all over the outside of this mountain, I'm coming for you next," the Hulk snarled. "You're all going to be sorry."

"I'm sure," Reed said. "All right. I think I've got this figured out. Spectrum, hold this relay. It will feed your power through the repulsor conduits in Iron Man's armor. Rhodes, on my go, fire those repulsors at full force."

"Um, backlash?" Hawkeye asked.

"Get behind Hulk's legs, as many of you as possible," Captain America said. "I'll wedge in front of you, and we'll just have to trust my shield."

"My armor ought to soak up some of the shock, too," Rhodney said. "And hey, it's better than the alternative."

“Watch it,” Hulk snapped as the rest of the team shoved its way under him.

“Ready?” Reed said.

“Ready,” Rhodes acknowledged.

“Wait a sec,” Spidey said. He thought he’d heard a small *clink*. “Was that a tap from outside?”

“Aim that way, Rhodes,” Reed said. “And fire when ready.”

The blast burned into Spidey’s eyes like an atom bomb and his ears rung from the concussion. Daylight flooded in through the borehole Rhodey had carved out—and lo and behold, there was a human figure there, covered in dust from the explosion. *Who...?* Spidey couldn’t believe what he was seeing. “Thor!” he said.

“I knew you were within,” Thor said. “Yet the mightiest blows of Mjolnir could only knock away so much stone at a time.”

Spidey sidled up to Hulk and said, “Don’t kill me.”

“Why not?” Hulk didn’t look at him.

“I was just, you know—”

“Yes. I know. You were just trying to keep me angry so I could hold up the mountain and keep you alive. Then Richards got in on the act. Fine. It worked. I’m not stupid, you know.” Then Hulk looked down at Spider-Man, and the sadness on his face made Peter ashamed of himself. “At least not yet.”

“We thought the Enchantress had...you know, spirited you away,” Cap was saying to Thor.

“’Tis a tale long in the telling,” Thor said.

“And what happened to your cape?” Peter asked.

“Another tale, thankfully shorter. The automaton, Ultron, has a new weapon. Doom thought to test it on me, but I called down lightning to disguise my escape. The discharge of the weapon blinded them, and I dodged Ultron’s deadly

blast...yet I fear my cape and helmet were not so fortunate. There is an armorer, and a tailor, in Asgard who will have new work when next I see my home."

Thor's cheery attitude, in the midst of all the chaos and looming disaster, made Spider-Man feel a bit better about their prospects. *Heck, someone has to win*, he thought. *Why can't it be us?*

"What do we do next?" Rhodes asked.

"We need a new base of operations," Cap said. "Spectrum, can you—"

Her form seemed to flicker for a moment, and she smiled. "Already did. Our base is a total loss, but there's an alien village of some kind a few miles that way." She pointed. "Let's get there and figure out what's next. We need to get Johnny and She-Hulk healed somehow."

"Sounds like a plan," said Johnny. He coughed and then grimaced with pain. "Can someone give me a lift? I don't think I can walk it."

TWENTY-FOUR



THE ALIEN village Spectrum had located had one problem—namely that Galactus was towering over it from the top of a nearby mountain. Johnny didn't like having the Devourer of Worlds looking down on them—but on the other hand, Galactus didn't seem to notice much. He was just staring off into space, keeping some mysterious vigil. Hard to tell what he was doing, or not doing. The important thing was, Galactus wasn't eating the planet they were on. At least not at the moment.

Johnny's injury was worse than he'd let on. The truth was, he could feel his broken ribs digging around his insides. He couldn't take deep breaths at all. His arm was probably broken, too. If they didn't find some kind of doctor at this village, Johnny had a feeling he wouldn't be worrying about the Beyonder problem for much longer—and he sure wouldn't be any good in a fight.

When the heroes reached the village outskirts, they halted as dozens of aliens came running out to meet them. A fierce argument between residents broke out immediately; it wasn't hard to guess the topic, even though their language consisted of unfamiliar strings of weird liquid vowels and diphthongs. *Are they dangerous? Do we let them in? Why not? Hell, no!* The discussion went on like that for a while, the heroes standing respectfully silent, until a young female alien stepped forward and gestured them onward to the village center.

The aliens were orange-hued humanoids with white hair and slitted pupils. Their flowing attire looked a bit like purple pajamas, Johnny thought with the start of a laugh that ended abruptly with a shooting pain in his lower ribcage. The village buildings were all white and circular-shaped with domed roofs, like adobe lighthouses with upside-down mixing bowls on the tops. He couldn't begin to guess the climate in which this style of building had evolved, and he didn't much care. The pain was getting to him.

The female alien who had invited them in directed the group straight to a central plaza, where Johnny limped to a curved, white slab. Hulk laid the unconscious She-Hulk down on the one next to it. So they had found a type of alien hospital, it looked like—and when their guide placed her hands on him, Johnny knew it for sure. Warm, tingling energy spread through his torso, and he felt his ribs knit back together instantly. Bam, like magic—or rather, alien healing technology, which it must have been. Another touch from her hands set his arm right again.

The alien healer murmured something to him then, and Johnny replied, "Same to you, gorgeous." She was, too, he now noticed. Silver haired, cat-eyed, like something out of Captain Kirk's dreams. "I think I'm in love," he said.

Rhodey snorted. It was a weird sound coming from inside the Iron Man helmet. "Stay classy, Torch," he said.

"I'm serious, man," Johnny said. He sat up to watch her walk over to put her healing touch on She-Hulk and the rest of his injured teammates. Her impression lingered in his thoughts with the afterglow of her healing warmth, like she'd done something to his mind as well as his body.

Suddenly, the whole situation—the trip to another galaxy, the Beyonder's strange decree, almost being crushed by a mountain—seemed worth the danger. Johnny knew he had a reputation as a ladies' man, and he'd earned it, but this was different. This wasn't casual. His feelings were real. He wasn't used to experiencing raw emotion. "Hey," he said to her. He didn't know how he planned to follow up, since they didn't speak a common language, but he couldn't help himself. He had to talk to the healer. Needed her to glance back at him.

She turned and smiled, and Johnny felt like he was twelve years old again and in the grip of his first debilitating crush.

Then Johnny heard Ben Grimm yelling. He jumped up. "Don't go anywhere, beautiful," he said to the healer, right before he ran in the direction of Ben's voice. Duty called.

The first thing he noticed was Ben's orange, rocky exterior. He'd become the Thing again. "Son of a—what in the blue blazes is wrong with me?" Ben moaned. "I turned human at the worst possible time, and now I'm a monster again? Why?"

Next to him, Reed looked confused. He stretched his long arms out around Ben's broad shoulders. "I'm not sure, Ben," he said. "We'll figure it out."

Ben shrugged Reed off and went stomping away deeper into the village. Johnny watched him go. "Man, Reed," he said. "Tough break. What do you think's going on?"

"Like I said, Johnny, I don't know. We'll have to figure it, just like everything else here. It'll be okay."

Reed looked like he was about to say more, but then a motion above them caught everyone's attention. Johnny looked up. At his side, Reed said, "Oh, no."

Up on top of the mountain overlooking the village, Galactus moved. He lifted his head, tilting his massive chin up as he scanned the skies over Battleworld. An immense spaceship appeared, far away in the distant universe but somehow so massive as to be visible to the naked eye. "What is that thing, Reed?" Cap asked.

"I should have known," Reed said.

"Known what?"

"I should have known that sooner or later, Galactus would get hungry again."

The villagers watched the ship appear to grow as it flew closer to Battleworld, until finally it seemed to spread across the sky with no end in sight. The ship was shaped like a cornered infinity symbol, its two loops millions of miles long. "It's the size of a solar system," Spider-Man said.

The villagers argued and cried out with fear. They looked to Reed and the others for a signal, probably thinking that the heroes had somehow caused the change in the giant on the mountaintop. The healer stood apart, her eyes wide with terror. Johnny tried to reassure her. "I know you don't understand what I'm saying, but don't worry, pretty lady," he said. "We'll be all right."

She took his hand, and a euphoric tingle enveloped Johnny, like a barrier in his mind was falling away. "Jah-nee," she enunciated slowly. She held one hand to her chest. "Zsaji," she said. "Oh-kay?"

"Zah-shee," Johnny said. That was her name. They'd made some kind of connection, shared a moment of intangible intimacy that he couldn't describe. "Yeah, Zsaji. It'll be okay. We'll make sure of it."

“Will we?” Hawkeye asked. “How exactly do we plan to do that?”

Reed interrupted. “Galactus might help us on that front. That ship is his home. We don’t know why he brought it here. Perhaps he called it here to challenge the Beyonder.”

If that were the case, Johnny felt a bit better about their chances. At least now they knew the rest of the universe was still out there, since the ship still existed. And if Galactus could call it to him, that meant his powers were undiminished. They might not match the Beyonder’s, but the Fantastic Four had learned a long time ago never to underestimate Galactus as an enemy. Perhaps the Beyonder was about to learn the same lesson.

At least the Human Torch hoped so.

TWENTY-FIVE



XAVIER, Magneto, and the X-Men watched in quiet awe as Galactus' spaceship blotted out much of the sky over Battleworld. "I have telepathically gleaned important information from the mind of Reed Richards," Xavier said. "This ship is the home of Galactus. Richards believes it assists Galactus in his consumption of planetary energies, but any vessel of such size likely has multiple functions. We cannot know for certain why Galactus has brought it to Battleworld."

"Well, that's all well and good," Rogue said, "but what are we going to do?"

"You and Rogue will take a ship with the others and prepare for hostile action on Galactus' part," Magneto commanded. "Xavier and I will undertake a more subtle approach. You heard me. Go."

“Since when are you giving the orders around here?” Wolverine growled, his claws extended and his stance battle-ready.

Storm and Cyclops stood with Logan. Both had led the X-Men before, and Storm had occupied the leadership role at the time of their sudden transportation to Battleworld. Both doubtless considered themselves the most suited to lead now. “Listen to me,” Xavier said. “Until the matter of the Beyonder is settled, I lead the X-Men—here and in the field. If you wish to challenge me, do it now.”

No one did. But Xavier could feel discontent, flavored with outright hostility, bristling from several of his charges. *None of them understands this situation the way I do*, he thought. *I alone can steer them through this.*

“Please do as Magneto has instructed,” he said. “There is no time for dissent.”

When they had gone, he turned to Magneto and said, “You must be careful. The members of my team are not your subordinates. They are accustomed to a measure of autonomy, and are deserving of respect. By making a show of imperiousness, you sow the seeds of rebellion.”

Magneto stared at Xavier. His face was shadowed by his helmet, and his expression was unreadable. After a moment he said only, “Let us get on with it, Charles.” And with that, the Master of Magnetism strode away.

*

Owen strolled happily with his lady love, the sublime Volcana, through the gardens of Doombase. They were a nice change from glass and steel. The plants and flowers were unfamiliar, doubtless replicated from some database of flora native to the planet from which this part of Battleworld had been torn.

They had been sharing confidences and getting to know each other. He told her of his childhood difficulties as a small, bookish boy. She understood, having been something of a wallflower for most of her life. She talked of her newfound confidence and empowerment, of adjusting to this strong body and towering height, of the thrill she got from wearing only a simple gymnast's leotard without the need to wonder whether it was her style or fit properly. Some of the coarser members of the team—the Wrecking Crew, Absorbing Man—watched and snickered. “What a couple,” Piledriver said as the lovebirds walked by. “Wimpy and his best girl, Big Bertha.”

Owen turned to face Piledriver. “What did you say?”

“Oh, nothing,” Piledriver said. The others continued to snicker and whisper.

“One more word,” Volcana said, her fists closing tightly. “Just one more, and...”

“Oh, yes, ma’am, Miz Nerd. Evening, Mister Nerd,” Piledriver said mockingly.

That word.

Owen had heard it one time too many, the word that had dogged him since he was a child. Then, after the accident, when his powers had manifested themselves, he had been mocked for his inability to master them. Freak. Dork. Geek. He had heard them all, and he had learned to deal with them all—except one.

Nerd.

“Who said that word?” Owen said, looking Piledriver right in the eyes.

“I did. Nerd. You’re Doom’s little whipping boy, do whatever he says, and you’re a nerd. First girl ever looked at you, you get all aw-shucks and start blushing. What about it?” Piledriver responded with a shrug.

“I’ll show you what about it,” Volcana interrupted. She was starting to heat up, both literally and figuratively. Owen feared she would lose control, but she did not. Instead, she stepped up to Piledriver and slapped him in the face.

“That’s it!” Piledriver said, standing up and balling his fists. “I ain’t afraid to hit a girl if she’s got it coming, and I’m gonna—”

“No, you’re not,” Owen said. He felt his powers gather and simmer as he faced down Piledriver and the rest of his cronies. “Because I control molecules, and I am the most powerful person in the universe. And I say you won’t.”

“That so? C’mon, guys, it’s time for the most powerful person in the universe to have his face molecules rearranged.” Piledriver sneered and stepped forward—then turned around to see his friends had abandoned him. They were all facing the other direction, studiously noting the details of the garden’s plantings and design.

Owen opted for humiliation over harm. With the merest thought, he transformed the molecules of Piledriver’s bodysuit, mask, and boots so they were hard and inflexible. “What the—I can’t move!” Piledriver said.

“No,” Owen said matter-of-factly. “You can’t.” The push of a few air molecules against Piledriver’s back toppled him face-first into a bed of red flowers.

Volcana laughed and stepped forward. “That’s it, Piledriver. Eat a little dirt.” She slammed her right foot back and forth on the back of his head, grinding his face into the garden bed. His protests were muffled but quite energetic, Owen thought, and would doubtless have been profane if they could have been understood.

“Anyone else have something to say?” he asked the rest of the group. “Anyone else want to call me Doom’s errand boy, or that...other word? Anyone else think they want to flex their muscles and show me how tough they are? Hm?”

“Nope,” the Wrecker said.

Owen raised a hand, which was pulsating with charged power. "I think what you mean is 'No, sir, Mister Molecule Man.'"

"No, sir," Absorbing Man said. His eyes were wide with awe. "Um, Mister Molecule Man."

"Very good. Perhaps you should assist your friend," Owen said. "He seems to have fallen."

They walked on. Owen felt a little thrill of pleasure. Those guys had obviously needed a lesson in courtesy, and he had his powers. Why not use them, especially when using them made Volcana look at him that way?

*

Perhaps Molecule Man is getting carried away with his newfound confidence, Doom thought. He'd watched the dispute unfold via surveillance cameras. Doom needed Reece to have faith in his powers—but he also wanted a compliant Molecule Man, subservient rather than cocky. This was a delicate management endeavor. If Reece challenged Doom's authority, he'd be difficult to control. Volcana was a mixed blessing. She had helped Molecule Man surmount his self-imposed inhibitions, but her adoration was also encouraging him to arrogance.

Doom would need to consider and address this problem at the proper time. Meanwhile, he continued to watch the Wrecking Crew and Absorbing Man. They mocked Piledriver's humiliation as he blustered and swore bloody revenge on Molecule Man like the simple-minded blowhard he was. Then Doom turned to the monitors showing the great length of Battleworld. The sky had gone silver, blotted out by the great ship of Galactus. Doom had known it would appear sooner or later—if the Beyonder had not annihilated the entire universe beyond Battleworld. The appearance of the ship confirmed he had not, and in the process also reinforced an

essential part of Doom's plan. Timing would be critical. Assets had to be deployed in the correct fashion.

He activated the Doombase communications systems and opened a public-address channel. "Prepare yourselves for battle, servitors of Doom! From now, you must be ready to strike at a moment's notice! Do not fail me...unless you would suffer the same fate as Kang and Thor."

He snapped off the mic as Amora approached him. She tilted a hip and thrust one shoulder forward. "Doom. A word?"

"My orders were clear, Enchantress," he said sternly. "Obey them."

"You cannot deceive me. I know the odds against us... and I am afraid," she said, casting her glance downward in a show of false humility.

Doom did not believe this even for as long as it took her coquettish mouth to form the words. He debated cutting her off, but opted to hear what she had to say. The longer she spoke, the more apparent her true aim would become.

"I am a goddess," she said, raising her eyes to meet his. "What have I to gain from this war? Yet a barrier prevents me from returning whence I came." She leaned over the table and lowered her voice to a husky purr. "You...with your mighty talent, and the powers of your mind...you could surely find a way for both of us to flee this place and let the Beyonder play his game with those more fit to be his playthings."

Ah, seduction, Doom thought. *So predictable.* "No," he said.

"You spurn me? You care not for my beauty? Well then, consider your own." She cooed, reaching out to touch his mask. "I could heal the scars that have made you hide your face."

“Save your tricks for the soft-headed,” Doom said as he pushed away her hand. “I can guess the price you would extract for such a gift. Now prepare as I told you. I will have need of your powers in the battle to come.” He turned away from her.

“Please, I am an Asgardian—a goddess to the likes of you!” Amora cried. “Can you imagine how it feels for one such as I to face the possibility of...death?”

Doom waited a calculated beat, and then said, “Are you finished?”

“You shall regret this, mortal,” she said imperiously, rising back up to her full height after a pause of her own.

“Begone, Enchantress.”

“Very well, madman. You have made your choice.”

The Enchantress spread her arms and murmured a spell. She vanished in a surge of magical energy.

“Madman? That is where you are wrong,” Doom said aloud. “It is not madness for a man of my genius to strive for a seemingly unattainable goal. It is striving for that which is eternally just out of reach that prevents madness from overtaking me.”

He would not have been surprised to see Amora reappear to try some new gambit in her attempt to beguile him, but she did not. *Good*, he thought. He did not fear death. Nor did he fear the wiles of Amora the Enchantress.

TWENTY-SIX



REED RICHARDS found himself in the unusual position of not being able to invent or think his way out of a problem. The team's headquarters had been destroyed, leading them to seek refuge in a village inhabited by aliens from a pre-industrial civilization. And Galactus had brought his ship to Battleworld, most likely to prepare the makeshift planet's destruction. Reed put everything he had into solving the many problems they faced. He consulted with the others on the most immediate: stopping Galactus from eating Battleworld. All their ideas were unworkable, or outright insane.

He settled on the obvious. "I once saved Galactus' life," Reed said. "Maybe he'll listen to me."

"Listen to you? You planning to stroll up to him and talk about the weather?" Captain America asked.

“That’s about the size of it. Except I’ll stretch up to him, not walk.”

“That’s...” Cap trailed off.

“Suicidal?” Reed said. “I don’t think so. Galactus isn’t deliberately violent. The most likely outcome is he’ll completely ignore me. There’s a small possibility that he will deign to converse. Or...”

“He’ll kill you before you’re done saying his name,” Cap finished.

“There is a small possibility he will kill me, yes. Which he will also do during the course of draining Battleworld’s energies.”

“If that’s what he’s planning,” Johnny Storm said. “I mean, that’s usually what he’s planning—but nothing here seems to go as expected, so who knows?”

“Exactly, Johnny,” Reed said. “I’m going to try to find out.”

A few minutes later, he stretched himself up, up, up—Reed wasn’t completely sure how far he could stretch himself and still keep his body coherent. He knew it was a long way, but he was pushing his limits when his face was finally level with Galactus’ eyes. He started talking.

“Galactus, listen to me,” Reed said. “I think I know what you’re planning, and it’s madness. It won’t work, and it will guarantee your death...along with all of ours. You must know this. But there’s another way. You’re our only hope. You, and that ship, may be able to approach the Beyonder. If we can do that—if you can do that— maybe we can put an end to this insanity.”

Galactus gave no sign of having heard Reed, but something had apparently drawn his attention. He glanced momentarily at the distant distraction—too far away for Reed to see—and Reed felt the echo of a powerful psionic blast. He blinked at the impact in his mind, just a brush of a power

that would have annihilated him had he been its target. *A response*, he thought. *A hostile response—but not directed at me*. He wondered briefly who possessed such power. It could only be Xavier. Doom was otherwise engaged, and Galactus' psionic response suggested that the initial distraction had been telepathic in nature. Again, that pointed to Xavier. He—and Magneto—must have undertaken their own approach to Galactus.

Reed knew the X-Men were capable of taking care of themselves— they had made that point clear—but he worried for them nonetheless. Galactus' response was potent, and Reed had no idea how much psionic tension Xavier could handle. And sooner or later, the X-Men would be needed. To survive Doom, never mind the Beyonder, they would have to stick together. That was also the message he had to convey to Galactus...now, before he was too absorbed in his work again. Perhaps Reed could make Xavier's intrusion work in his favor.

"Galactus!" he shouted.

Galactus looked down at him. He met Reed's gaze. Reed saw no trace of recognition or acknowledgment.

A moment later, a telekinetic shove sent him hurtling back down to the surface.

He hit the ground in the village center, his elastic body deftly absorbing the impact. "Whoa," Spider-Man said. "What happened?"

"Something in the distance disturbed Galactus," Reed said. "When he responded to it, he noticed me as well. You saw the rest."

"Well, you tried," Spectrum said. She, Iron Man, and Hawkeye were looking up at Galactus, who again stood motionless. "No harm done."

Reed snapped himself back into shape, feeling his limbs and torso return to their natural state. Even after all these years of stretching himself in every conceivable way, he

preferred a regular human-sized form. He stood up, shaking himself like a dog coming in from the rain. "You don't understand. He knows we're here now. He sees us as pests on the surface of a planet he's probably planning to consume."

"What's he going to do, sic his cat on us?" Hawkeye joked.

"Well—" Reed started to say, but then a beam of coruscating light lanced down from Galactus' ship right into the village, landing with an explosive burst where Reed had been a moment before.

The blast lasted only for a moment. When it was gone, a monstrous robot stood on the stones of the central plaza. It was four times the height of a human, with a gleaming sheen to its metallic hide and tripod-like toes. Its head—if that's what you would call it—was covered with an egg-shaped helmet topped with a single fin. The robot crouched, its claw-like hands pulled back as it prepared its attack. "There's the cat," the Hulk said. "Or whatever analogous creature Galactus uses to control vermin."

"Don't just stand there yakkin', Hulk, buddy," the Thing said. "It's clobberin' time!"

RRAAK! The robot hit the Hulk before he could act on this suggestion, sending the hero flying across the square.

"I think we're in trouble," Hawkeye said. He fired a series of arrows, but they all glanced off the robot's armor. The creature slapped away Iron Man while it pounded the downed Hulk with its other arm.

"Get back!" called the Human Torch. "Give me some room to go nova!"

"ARRHHH!" She-Hulk yelled. The robot had scooped her up in a crushing grip. She struggled in its tightening fist. Spider-Man swung up to help her, landing on the robot's thumb.

“My spider-sense is going bonkers, guys!” Spider-Man yelled from his perch just as the robot’s mouth clanked open and a thick, sticky spray shot out in a cone that covered most of the team. They dropped, temporarily stuck in the goo, leaving only Captain America, the Thing, and the Human Torch still in play on the ground.

The Thing jumped up behind the robot and caught one of its arms, twisting it into an armlock. “Hope they didn’t teach wrestling moves in the Galactus Robot Academy,” Ben grunted as he twisted some more. Metal popped and squealed.

On the other side of the creature, Captain America got a clear shot and hit it square in the face with his shield, denting the left side of its head. Its mouth was stuck partly open, the paralyzing gel leaking from its chin. Cap’s shield was stuck in one of its eye sockets.

“Open wide,” said Johnny. He flew close, pulled up, and poured all of his energy into a fiery nova blast aimed straight into the robot’s mouth.

The explosion knocked free Cap’s shield. Then another, larger explosion sounded from deep inside the robot’s torso. It reeled and fell backwards, nearly crushing the Thing. When the robot hit the ground, it didn’t get back up.

“Lookee there,” the Thing said.

Human Torch landed next to him. “Bet Galactus isn’t used to people treating his toys like that,” he said.

Captain America surveyed the surroundings, then looked up at Galactus’ ship. No more messengers seemed headed their way. “Status,” he said. “Everyone okay?”

The goo had melted, so the team could move again. Thor, Spectrum and the rest sounded off one by one. Everyone had gotten through the scrape unscathed. Then Spider-Man cocked his head and said, “Guys? My spider-sense is still tingling. There’s something—”

“Look!” Hawkeye pointed across the village.

Charging up the path that led to Zsaji’s village was the full complement of Doom’s forces. Most were on foot—but Doc Ock, Piledriver, and Bulldozer were riding in a mobile turret that was even bigger than the one Hulk had destroyed in the first battle. A huge gun emplacement built into its underside enabled the villains to rake the area with indiscriminate fire. The villagers fled as the heroes dodged for cover—except Rhodey in his Iron Man armor, who charged ahead with repulsors blasting. He slowed their advance just enough for the battered heroes to find cover.

“Fall back!” Captain America shouted. “Slow them down!”

Reed agreed. If they could survive the initial thrust, he figured Doom’s team would do the same thing they did last time—overextend themselves, leaving an opening for a counterattack.

Doc Ock leapfrogged to the forefront of Doom’s forces. He pointed one of his tentacles at Captain America. “Cut down the star-spangled leader first!” he shouted. Cap ducked behind a rock outcropping as the villains’ opened fire. Bullets chewed away at the stone and the rest of the team clustered with Cap.

Ultron’s energy beams intersected with the plasma flares fired by a new member of the team, shattering their rocky cover in a single explosion. Reed didn’t recognize her, but Cap had told him of the two new women among the villains’ forces. Reed hadn’t found time to consider how they came to be on Battleworld, or how their powers had manifested. *How was Doom recruiting? Had he found a way to build humanoids—or had he put the alien technology on Battleworld to work in some other, more nefarious way?*

Fairly soon, it wouldn’t matter. They were overwhelmed and exposed, and Doom’s team was fresh and closing in.

Then a commanding voice rang out from behind Doom's advancing team. "X-Men! Attack!"

Reinforcements had arrived! The X-Men assaulted Doom's forces from behind. *BAMF!* Nightcrawler teleported into the center of the fray as soon as Xavier issued his order and yanked the Enchantress off her feet just as she was casting a spell. Wolverine slashed at Ultron, Adamantium claws meeting Adamantium armor in a screeching shower of sparks. The other addition to Doom's forces—a statuesque woman in red—flung one of the village's huts into the sky at Rogue, who met it with the full force of a flying punch. *KA-BWHAMM!* Rubble showered the battlefield.

Reed spotted Colossus in his full fury, holding Piledriver in the air with one hand while he wrenched one of Octavius' tentacles with the other. Colossus swung Octavius around, flattening Thunderball and Bulldozer. "You are all keeping me from returning home to Katya!" he bellowed. "No longer!" Reed understood. He missed Sue and Franklin desperately, just as Colossus must miss his beloved Kitty Pryde. If Reed thought fighting like a berserker would get him home to them any sooner, he'd have been battling at Colossus' side. But Reed fought his battles differently, knowing that his physical strength was no match for the likes of Colossus or Hulk.

Storm, hovering on the winds high above the battlefield, gathered thunderheads and called down lightning to strike at Doom's forces. They fell back, but Colossus was still in their midst. The Wrecker rose up behind him and drove his crowbar into Colossus' ribs. Even the organic steel of Colossus' mutant form was not immune to that level of force. Peter Rasputin cried out and dropped with a thud. The Wrecker hit him again, twice, before Cyclops raked Doom's forces with an optic blast, forcing them to retreat.

"They fight as though possessed," the Enchantress cried, engulfing the group in a magical barrier. "The day is theirs!"

Doom's forces were gone with a puff of smoke, carried away by the Enchantress' Asgardian magic.

The lull following their disappearance was brief. Reed saw Xavier and Magneto standing together. So, he thought. *Magneto stayed on our side...after a fashion.* The battered heroes gathered themselves—except Colossus, who lay unmoving where the Wrecker had struck him down.

Reed was about to greet Xavier and thank him for his timely intervention when the X-Men, as one, headed back to their ship. They said nothing and did not look back, nor did they take Colossus with them. A moment later, their ship arced away over the mountains.

What is Xavier's game? Reed wondered. But there was no way to know.

Spider-Man was staggering, able to keep his feet only with Hawkeye's aid. The villagers emerged from the remains of their homes to survey the destruction. Zsaji rushed to Johnny's embrace, but Rhodey snapped at the Human Torch. "Hey, hotshot. Get your girlfriend over here to help Colossus. He's in bad shape, man."

Colossus moaned and struggled to get up. He returned to his flesh-and-blood form, and his deep wounds bled freely down his back and side, the bone showing through in places. Zsaji reached him, but Reed could see Peter wasn't in full possession of his faculties. He fought back when she knelt next to him. She backed away in fear. "Easy, bud," Rhodey said. "She's trying to help."

Zsaji went to Spider-Man, instead. At her touch, he let out a long sigh. "Oh, man," he said. "Don't ever stop that. I should go out and get hurt again, just so you can heal me some more."

Rhodey was still trying to get Colossus settled down. "Here she comes again," he said, seeing Zsaji had finished with Spider-Man. "All she's going to do is touch you. You saw how Spidey liked it. It's going to be fine."

She knelt at Colossus' side again, and this time he didn't resist.

Reed stood alongside Captain America, looking up at Galactus. What they saw was disturbing. Galactus was moving now, constructing something on the mountaintop by creating pieces of machinery seemingly out of thin air. "This is bad, Cap," Reed said. "It will take Galactus some time to assemble that machine, but there's no telling how long."

"What's he going to do once it's together?" Cap asked.

"I presume he plans to consume this planet."

"Thereby winning the Beyonder's game?"

Reed had a slightly different idea. "I doubt he's playing the Beyonder's game at all, Steve. Galactus has something else in mind. If all he wanted was to destroy us, he could have done that at any time."

"Is that supposed to make me feel better?" Cap looked around. "Here's another thing. Where's Doom? He sent out his little army, but he didn't stick around to watch the show."

"That's another thing I don't know," Reed said. "But if you want me to guess, I'd say he's probably not playing the Beyonder's game, either. If there's one thing I know about Victor von Doom, it's that he makes his own rules, and he only plays games for the highest stakes."

He looked at Captain America in silence for a moment. "Maybe we'll get lucky and Galactus and Doom will take down the Beyonder and each other in the process," Cap said. "Then we can all go home."

"That would be convenient, wouldn't it?" Reed said. "But I don't think we'll get out of this that easily."

*

Doom waited until his small army met the so-called heroes in battle. He remained in his jump-ship, watching Galactus.

There. As Storm gathered the power of the elements, that upwelling of energy caught Galactus' attention for the briefest of moments—but that was all Doom needed. He touched a button; in less than one second, his jump-ship shot across the millions of miles separating Battleworld from Galactus' craft, powered by a tachyon thruster that deformed space-time around the ship—essentially phasing it through the outer hull of Galactus' vessel. He had discovered this jump-ship inside Doombase, and it had taken all of his considerable skill to begin to fathom its design. Once he had understood it, Doom had known he had found the perfect tool with which to begin the execution of his plan's final phase.

Now it was happening. He was inside and undetected—for surely Galactus simply would have erased him from existence had he noted Doom's infiltration. Doom left his jump-ship and stepped out into a space whose dimensions left even his advanced mind—so steeped in the unimaginable—utterly reeling. The vessel was thousands of miles long and tens of miles high, and its walls sprouted a million machines and instruments whose function he could barely begin to guess. A lesser man surely would have gone mad, or at the very least fled. But then, a lesser man never would have embarked on a quest of such grandeur.

For Doom had come here for answers. He, a tiny speck of organic matter inside a mechanical immensity the likes of which no human had ever seen, would master the tools at hand. He would understand this machine, this ship, and turn that understanding into a weapon to confront and overcome first Galactus and then the Beyonder himself. Their secrets would be his. Then their power would be his as well.

Doom would no longer have need of answers, because the universe itself would bend to his will.

TWENTY-SEVEN



COLOSSUS lay on a pallet in Zsaji's hut. Spider-Man, pronouncing himself shipshape, had already left to rejoin the team. Peter was physically well again, but not yet prepared to rejoin...what should he call them? They were not the X-Men, his true compatriots. He had been abandoned on the battlefield by those he should have been able to count on until the bitter end. The others had made sure Zsaji saw to him. They had come through where Xavier and the X-Men had not. Peter knew there must have been a good reason for Xavier to act as he did, but the action still stung him. Was he not important enough to the team that they would take a risk to ensure his safety? His survival, even? Xavier could have reached out to him telepathically and explained. Why had he not?

Peter had always been loyal to them. It was very difficult to feel that his loyalty was not reciprocated.

Also, he was wrestling with a more intimate conflict. Since arriving on Battleworld, Peter had looked at every possible action with a single priority in mind: returning to Earth, and to Kitty Pryde. His Katya was not here, though her dragon Lockheed was. Although where was Lockheed? Peter had not seen him in some time. But he could not spare the emotional energy for concern over Lockheed right now. Instead, he found himself in a quandary he had never imagined. Zsaji's touch had sparked not just healing but emotion within him. He thought her beautiful, though he had not paused to consider a woman's beauty in some years—not since he and Katya had fallen in love and pledged themselves to each other. And her healing touch left him wanting, as though she filled some emptiness in him.

The curtain covering the hut's doorway swept open. Peter rolled over, expecting—hoping—to see Zsaji. Instead, he saw Johnny Storm, who glanced over his shoulder and pulled the curtain closed again. “So, Colossus, you and I need to straighten something out,” he said.

“What would that be?”

“Zsaji,” Johnny said. “I see how you're looking at her since she healed you, Big Red. Sorry if you went and fell for her, too, but she's spoken for.”

Peter let the Communist slur pass, but he was less willing to ignore the claim about Zsaji. He sat up and got his feet on the floor, amazed at how strong he felt so soon after the Wrecker's savage beating. “Is she saying this, or are you?” he asked.

“I am,” Johnny said. “Back off.”

“Is it not the lady's choice to make?”

“Funny you should mention ladies,” Johnny said. “Don't you have one back home? What's Kitty going to think when she finds out you're making goo-goo eyes at an alien chick just because she knit your bones back together?”

“Easy for you to ask that question,” Peter said. “But perhaps you, given your history with the fairer sex, should not be so quick to question another’s fidelity.”

Peter smelled smoke, and wisps of flame flickered from Johnny’s fingertips. “Don’t cross me, Colossus,” he said. “And we’re not talking about the past here. We’re talking about right now. Zsaji’s too polite to say it, so I’m saying it for her. You make her uncomfortable—hell, you make me uncomfortable—and we’re going to have a problem.”

Peter stood. He towered over Johnny, as he towered over most people, but he rarely used his size to intimidate others. Now, though, he did. He stepped up to Johnny and said, “Do not threaten me. Do not question my love for Katya. Do not speak to me again. And do not start a fight with me. You will lose, and we will damage this village still further and endanger more of its innocents.”

Johnny took a step back. “You want to play tough guy, that’s cool,” he said. “I get how it feels to put in a bid just a little too late. But that’s what it is: too late.”

He turned around and flipped open the curtain. When it rippled closed again, Colossus was alone in the hut. Johnny was off to gloat over his conquest, no doubt. It was just as well. Peter mistrusted his ability to control his temper at the moment.

He tried to think of Katya, but something about Battleworld was interfering with his mind. All of them were feeling it, and Xavier had even suggested that the Beyonder was influencing them—to what end, none of them could intuit. How would it further the Beyonder’s goals of rewarding the survivor if he were rigging the game? Why not just choose a winner and do what he wished with the rest?

Peter did not know, and he had not the patience to waste time imagining the rationales of alien beings with the power to destroy entire galaxies at a whim.

What he could do was be true to himself. He could try to keep sight of Peter Rasputin, the man who had come here from Earth and who would return. He could remind himself what was important, even when Battleworld confused him and forced him to question everything about himself.

He would focus solely on Kitty Pryde. She would be his fixed point, the star by which he would navigate until he returned to Earth.

I will remain true to Katya, he said to himself. He repeated it over and over again until he fell asleep. But even then, his dreams were full of Zsaji.

JOHNNY STORM

The truth was, he had it all: looks, smarts, charisma—and he was a famous super hero who could fly and shoot fire. Wasn't much a guy could do to improve on that.

Or so he'd thought until he set foot on Battleworld and saw Zsaji. Something about her...it was like she was brighter, more alive than the world around them. When she spoke to him, it didn't matter what the alien healer said or what language she used. He understood. They communicated straight from mind-to-mind, almost; for the first time in years, Johnny Storm thought he was really falling in love.

With a cat-eyed alien from another galaxy, who probably wouldn't be alive in another forty-eight hours.

Unless he made sure she was.

That's what he would do. That's what he wanted.

That was Johnny's fondest desire. Love. He'd begun to feel it, and nobody—not Colossus, not Galactus, not even the Beyonder—was going to get in his way now.

TWENTY-EIGHT



JANET VAN DYNE was good at many things. She was smart, she was funny, and she had a good eye for fabrics and fashion. She also happened to be able to fly, and her bioelectric pulses were powerful enough to incapacitate any normal human.

But one thing she'd never really gotten good at was piloting alien spaceships. She thought she had the hang of it at first because all she had to do was aim the joystick up and straight out of the hangar at Magneto's base, but then things got complicated. She didn't know which controls did what, and the weather on Battleworld was a crazed mishmash of microclimates. One minute it was clear sailing over flat desert, and the next there were tiny tornadoes whisking out of slot canyons, and then a minute later she was dealing with powerful downdrafts from mountains. Janet held out as long

as she could, but she knew she wouldn't be able to keep the ship in the air for long, and she was right.

KRAK-A-CHONG! The ship plummeted. Janet tried all the controls, but the vessel stayed its nosedive course. It bounced and skipped like a flat stone on water before it plowed up a big mound of dirt and came to a stop. At least she was lucky that she'd crashed on a fairly level patch of ground.

"Oh, no! I broke a nail and my manicurist is thirty-seven trillion miles away and it's her day off," Janet wisecracked. She'd been knocked out of the pilot's seat and instinctively shrank to her wasplike size so she wouldn't have as much mass to bang around inside the cockpit. Now she grew back to her normal size and figured out how to open the vehicle's side door. Along the way, while poking random spots on touch screens, she turned on what looked like a holographic map. *That blinking spot at the center must be my location*, she reasoned.

Janet had to find the Avengers and let them know about Magneto's plan—and about the X-Men, although she wasn't certain exactly what their intentions were. It was all well and good if Magneto wanted to go after Doom, but she knew he wouldn't stop there. Magneto had separated himself from the rest of them because he didn't want to play by their rules. She was sure he wouldn't care whether every sentient being on Battleworld died, as long as it meant he was in charge at the end. Unfortunately, it looked like Xavier and the X-Men had decided to join up with him. Or had they? It seemed so out of character.

The ship had crashed near what looked like a swamp, and on the other edge of the swamp was what looked like the skyline of a human city. *Okay*, Janet thought. *That's the place to go*. Cities meant technology and communication, at least on Earth, and with luck she'd be able to find out how to get back to the Avengers. She went outside, shrunk to wasp

size, and headed toward the city as best as she could figure its direction.

The ship had flown a lot faster than she could flutter her wings, Janet had to admit a few hours later. She was still darting her way through the overgrowth of the swamp, and the city in the distance didn't seem much closer. She was getting tired. *Don't you wish you were the Eagle instead of the Wasp? Then you'd be more suited to longdistance migration*, she thought.

Janet kept an ear out for the sounds of large predatory animals. She saw lots of small snake-like things and a thousand different insectile creatures in a rainbow of colors. ZAP! Once or twice, when larger creatures got too close, she warned them away with a little bioelectric disincentive.

She was taking a few seconds to rest when a huge rock came hurtling over her head to splash into the shallows ten feet away. Janet flinched away from the splash; when her eyes cleared, she saw the Lizard hunched over an outcropping, staring at her. Clearly he had thrown the rock. *Uh-oh*, she thought. He'd been a gifted doctor and genetic researcher before his experiments with reptilian DNA turned him into an unstable lizard-man. He wasn't going to fix her manicure, that was for sure.

"Ssssswamp issss mine!" the Lizard hissed, shattering a tree trunk for emphasis.

He hadn't hit her with the rock, though. It had only been a warning. "Okay, Lizard," she said. "Swamp's yours. I'm just passing through on my way to the Ritz. Can you give me directions? Just kidding."

She saw then that the Lizard was wounded. Blood spattered his filthy lab coat, and there were visible gashes on his left arm. Janet realized she hadn't seen the Lizard since the villains had first attacked them. "You were in that first fight, weren't you?" she asked.

He glanced down at his arm and said, "Rawrrr!"

“There, there,” she said, playing the unfamiliar part of the nurturing mother figure. “Let’s not fight. You want the swamp, you can have it. As far as I’m concerned, we should all be teaming up to battle the Beyonder. Let me help you, and we’ll sort things out from there, okay?”

The Lizard didn’t move.

“Come on. Okay?” Janet extended a hand, beckoning him along. After a moment, he came toward her.

She led him to the closest patch of dry ground she could find. “The bad guys didn’t keep you around for long, did they?” she asked. “Or did you see them for what they were and take off on your own?”

“Foolssss,” the Lizard said. “I stay in ssswamp until they are all dead. Then sssseee what to do.”

“That’s one approach,” Janet said. “Once we get that arm bandaged up, we’ll see if we can come up with something else.”

All the while her mind was racing. How was she going to cover the miles—who knew how many?—between her and the Avengers’ base? Could she do it in time, before Magneto and maybe even Xavier did something that would set the Battleworld endgame irreversibly in motion? That’s what she needed to focus on, not a bunch of cuts on the Lizard’s arm. She should have flown away and left him alone.

She knew that, but he needed her, so she got him bandaged up and calmed down. Battleworld was not going to make her a savage. The rest of them might decide to be pawns in the Beyonder’s game, but Janet Van Dyne was nobody’s fool. There had to be a better way.

TWENTY-NINE



VICTOR VON DOOM did not rush, but neither did he tarry. There was far too much technology on Galactus' ship for him to comprehend in even a lifetime. He steadfastly focused on a few machines that seemed designed to harness energy, for the plan Doom had in mind would require more energy than any human had controlled in the history of civilization. One apparatus, a cylinder the size of a house, piqued his curiosity. It appeared to be controlled from a simple box-shaped monitor. His armor's sensors had detected a pattern of vibratory energy within the cylinder's walls, as if its very molecular structure permitted it to be used as a battery of sorts. The readouts on the monitor tracked this energy; after a short period of trial and error, Doom ascertained a way he might corral and focus it.

He went through the control sequence on the monitor, considering it an experiment. Whatever resulted, he would

have learned something. From the machine's construction, he reasoned, it was designed to shape the vibratory energy—but into what? A weapon? A power pack of some kind? If it were the former, he could use it. If the latter, it could serve as a power source for a yet-to-be-discovered weapon elsewhere in the ship.

Doom set the final process in motion and watched. The machine's broad cylindrical center appeared contained by a force field. A brilliant column of light appeared within, and at the same time Doom's armor registered a change in the vibratory energy. It was reconfiguring itself.

A shape slowly appeared within the containment cylinder.

When the light faded, Doom could not explain the sight before him.

There stood Ulysses Klaw in his red-and-purple uniform, once a man but now a being composed entirely of sound waves. "Doom! Where—?"

"What are you doing here?" Doom demanded. "How have you come to be aboard Galactus' ship?"

"Doom?" Klaw repeated. "Doom, Doom, Doom...home! Home!"

Is this truly Klaw? Doom considered the figure in front of him. Klaw had been a brilliant physicist, but this creature was unbalanced, raving like a lunatic. "Answer me, fool!" he commanded. "How is it you are here?"

"Doom! Doom! I'm alive again?!" Klaw shrieked. The sound resonated throughout the room.

"Quieter, Klaw," Doom commanded. "You will alert Galactus."

"Oh, Galactus will know, he'll know, he might already know...but if he knew, you would not be here, Doom, you'd already be dead. He took me, he...I was fighting...Dazzler!"

Dazzler? Doom knew of that mutant, who absorbed sound and emitted light. He could see how she would have bested Klaw in a fight—the man had ability yet lacked cunning—but that did nothing to explain Klaw’s presence as a vibratory spirit on Galactus’ ship. “Dazzler, yes,” he prompted. “What about her?”

“She...killed me!” Klaw howled. “Absorbed me until nothing was left! I was no longer sound, no longer Klaw, I was...energy! Then she blasted me at Galactus. She could not hurt him, not much, but a little of me was left.” He waved his arms frantically, and the silver of the sonic emitter that replaced his right hand reflected the light. “I washed over Galactus, through Galactus, and bled into the walls of this ship. I survived. I’m alive!” Klaw got his eyes focused on Doom. “Home. Home!”

“No,” Doom said. “This is not home. And you will not be going home unless and until Doom goes home as well.” He strode away from Klaw, who followed, hunched and jumpy as if he expected Galactus to annihilate them both at any moment.

Doom located a surveillance terminal and brought up an image of Galactus on the planet below. “You see,” he said to Klaw, “Galactus builds a world-destroying machine. He will take no notice of us while his attention is thus absorbed.”

“Oh, but when he finishes, he will, he will,” Klaw babbled. “We have to get out!”

“Or we can arrange for the work of Galactus to be delayed,” Doom mused. He switched the monitor to a live feed of the Avengers. They still lingered in the primitive alien village. “I could manipulate them into attacking Galactus, but they are battle-weary. He would crush them in seconds.”

“Crush, rush, ush, crush,” Klaw muttered.

Doom flicked the monitor over to Xavier and Magneto, plotting Doom knew not what. The resilience of the X-Men was well established, but they were too few in number.

Further, Xavier would not easily be swayed to action by an outside force, and their base did not command the necessary power. No, the X-Men could not be of use to him at the moment.

He realized he had spoken those thoughts aloud when Klaw echoed, "Power, yes, power-ower-ower."

"My own pawns must be the choice," Doom said, refocusing the monitor yet again to see his minions returning to Doombase. "Without my leadership, they are nothing. Look at them, Klaw. They stagger back to shelter, thrashed by the X-Men."

"Thrash, rash hash smash trash," Klaw said.

"There must be a means to slow Galactus. If I cannot confront him directly, an indirect method will be necessary. Yes. If one cannot prevent the preparation of a meal, perhaps one can make the meal itself...unpalatable."

"Table," Klaw said. "Fly in his soup, oop, oop."

"Precisely," Doom said. Klaw was surely mad—but like many madmen, his insanity occasionally shed light.

"Got to get out," Klaw said. "He'll notice soon soon soon."

"You, yes. You will get out," Doom said. Klaw froze and fixed his blank eyes on Doom. "You will convey my message. Serve me well and partake of the Beyonder's bounty, gaining reward beyond your wildest dreams! Fail me, and I will destroy you."

"You can't destroy me! I'm made of energy! Einstein said energy can't be destroyed!" Klaw crowed.

"Einstein had not made the acquaintance of Battleworld," said Doom. "Or of Victor von Doom."

THIRTY



MY LEGS *are not yet strong enough for so much physical exertion*, thought Xavier, alone in his chamber back at Magneto's fortress. In the public areas, the X-Men worked tirelessly to repair the damage from Galactus' powerful blast, but Charles could contribute little to the cleanup effort beyond assessing the extent of the damage. They were lucky to be alive, he knew—even shielded as they were at the last moment by Magneto's bubbles of magnetic force. The momentary flicker of Galactus' regard had been enough to destroy much of the base; his full attention would have annihilated them utterly.

They were fortunate Galactus had been so intent on the construction of his world-devouring machine—but they would not be fortunate if he succeeded in finishing it.

Cyclops appeared in the doorway to Xavier's room. "Well, at least Galactus' attack and our fight with Doom's

cronies didn't kill anyone," Scott said. "Injuries are minor. We got lucky." He paused. "Except for Peter."

"Yes," Xavier said. "I regret that we had to leave him behind, but we dared not tarry. Colossus' injuries were such that to move him would have killed him. I saw in the mind of Johnny Storm that there was a healer in that village. Peter will be well cared for."

Scott grimaced, and Xavier could sense his discomfort. "Contacting Galactus mind-to-mind to learn his plans wasn't such a good idea, was it?"

Xavier bristled. "I am always willing to listen, Scott. But it appeared that I had the only plan, and we did not have time for inaction. Perhaps if you had offered a suggestion..."

"If I'd known you and Magneto were going to try to reason with Galactus, I would have said something," Cyclops said. "But you haven't been too forthcoming since we got here, Professor."

"You have never questioned my leadership before," Xavier replied, more irritated than he wanted to admit. "Would you leave Galactus alone to build his machine and destroy this world?"

"My idea of a plan is to work together," Cyclops said. "You pulled us away from the Avengers and into this alliance with Magneto, then went off and poked Galactus. Where was all the consultation? The strategizing? You might have a reason for doing this, but you sure haven't shared it with any of us."

"I am correct on this point, Scott," Xavier said. "Attempting to dissuade Galactus was the most reasonable course of action whether it succeeded or not, and now the best plan is to engage Doom and prevent him from rallying. If he cripples us, or cripples the Avengers, we will all die. There is no doubt."

"Maybe you're right and maybe you're not," Cyclops said. "Either way, you put us in a hell of a spot here by

hitching us to Magneto. Now we're stranded in this ruin, and pretty soon you and Magneto are going to get itchy for action again—without Colossus, because you abandoned him in that village.”

“As an independent ally of Captain America’s group, we were extremely effective. We should continue playing the role of a ‘third force.’ We must keep our distance—even if it means leaving Colossus behind temporarily,” Xavier said. “Had you considered that?”

“I considered asking you why you can walk. Had you considered telling us what you know about that?”

“No,” Xavier said. He said nothing else. Cyclops stood staring at him for a long time, but Xavier made no effort to discern his thoughts. “Scott,” he said after some time. “We must be wary of the ways Battleworld—by which I mean the Beyonder’s promise—can deform our thinking. We who are the object of the Beyonder’s game have a difficult time understanding its scope.”

“You’re patronizing me again, Professor,” Scott said. “Emphasis on again.”

“I am working this out in my head as I say it. I have felt this pressure. That is why I initially pulled us away from Captain America and Richards—whose desires may come into conflict with our own, regardless of their intentions. Now I think I have a clearer sense...” Xavier held himself back from saying what he really wanted to say, which was:

Battleworld itself is conscious, and its desires are beginning to infiltrate our minds.

“Sense of what?” Scott prompted.

“No more, Scott. Not right now. Please. Help the others sift through the ruins and see what we may still use.” Xavier leaned back in his chair and shut his eyes. “I will join you soon.”

He heard the door whisper closed as Scott left. Xavier ignored his irritation and let his consciousness reach out, past its usual limits. He could feel the consciousness of nearly every creature on Battleworld. He touched the minds of his X-Men and then moved on. It was Doom's servants who interested him.

He found them, and...there were more than he had previously known. Ulysses Klaw was there. When and how had that happened? Xavier alit briefly on Klaw's mind and recoiled at the confusion he found there. His mind was a mad stew of shifting memories—Dazzler? Galactus? Doom?—and he was carrying a message from Doom...

Xavier saw volcanoes and heard Klaw parroting something Doom had said, but the words were unintelligible in the jumble of Klaw's mind. The others were skeptical, hostile, surprised in equal measure—but none, Xavier could tell, had any intention of defying Doom's orders.

Where had Klaw come from? What was the point of their mission to the volcanoes? Xavier probed more deeply.

Ah! But he had pushed a little too hard.

By Fafnir's teeth! Mortal, you dare?

The Enchantress. She blocked him out, and Xavier snapped back to awareness in his own room. He shielded his mind against any potential retaliation, but none came.

As he waited, he also considered what to do next. Whatever Doom had planned, Xavier needed to know about it. Then he would decide whether to share it with Richards and Captain America.

Attention, he said telepathically to the X-Men. *Doctor Doom is sending a task force to the line of volcanoes near his base. Cyclops, take a shuttle with Wolverine and Rogue to observe...and engage them if you feel it necessary.*

He did not sample all of their responses. Xavier believed in being judicious with the use of his powers. He did,

however, immediately note the angry reaction of Storm, who appeared in his quarters shortly after he had issued the command. She made quite an entrance, flying through the door and spinning to face him after she had landed. Her impact on the floor was accompanied by the sound of thunder outside.

“You wish to speak to me?” Xavier inquired mildly.

“No,” Storm said. “I *will* speak to you. You seem to have forgotten that I—not you and not Scott—am leader of the X-Men.”

“I would ask that you calm yourself,” Xavier said. “Your emotional state is reflected in the weather outside. That will make it quite difficult for the team to carry out the mission I have given them.”

“Exactly the point. By what authority are you giving out missions? Why am I not being consulted?”

Xavier grew frustrated, mostly because this was the second time in an hour his leadership and motivations had been questioned. His tone sharpened. “Because this is Battleworld, and things are different here,” he said. “If we operate as we did back on Earth, we will die. I would prefer a different outcome, and your hurt feelings— and Cyclops’ hurt feelings—are irrelevant to me if you are still alive to have any feelings at all. Surely you understand that?”

“I see,” Storm said, standing still straighter in her defiance. “We’re fighting for our lives. Perhaps for every life in this galaxy, or this universe. And you are still willing to telepathically beat us into submission to make sure you’re giving the orders. Perhaps you should reconsider your priorities, Professor Xavier.”

Xavier stood, bringing his gaze level with hers. “I have no need of your advice, Ororo. Only your obedience.”

“You might not get either one,” Storm shot back as she lifted herself away on a wind of her own creation.

THIRTY-ONE



SCOTT SUMMERS and Charles Xavier had not always seen eye-to-eye where leadership of the X-Men was concerned, and Scott was worried that was going to get worse before it got better. Whatever Xavier was keeping from them and for whatever reason, the fact that he was obviously hiding something had driven a wedge of distrust into the team. Storm was angry and feeling sidelined. Scott, if he was honest with himself, felt the same—but toward both Xavier and Storm. Scott had been on sabbatical when the X-Men were snatched from Earth, but he couldn't help trying to resume his familiar leadership role now that he was back with the team.

This was no way to survive a fight over the future of the universe.

He was pretty sure Xavier had delegated this mission to him as acknowledgment that he himself had done a poor job

keeping the team together. Scott was glad for the gesture, but he'd have been happier if Xavier had come clean about whatever was on his mind. It was enough to make Scott wish there was another telepath on the team.

There wasn't, though, so Scott was playing the cards he'd been dealt. At the moment those cards were Rogue and Wolverine, and both of them were keeping an eye out for Doom's people. Scott flew the shuttle along the volcanic ridge, keeping low to avoid the ash plumes that darkened the sky.

"There!" Rogue said from the copilot's seat, pointing ahead and to the right. There were four figures with a ship nearby.

"I see Doc Ock, Molecule Man, Absorbing Man, and whoever their new musclemwoman is," Wolverine said.

"They haven't seen us yet," Rogue added. Scott dipped down behind a ridge to get as close to them as possible while maintaining the element of surprise. "But they've got numbers. Hopefully there aren't more of them hiding over the next hill."

"Doom wouldn't have sent this kind of strength unless it was important," Scott said. "We have to stop whatever it is they're trying to do." He landed the ship, and they spilled out as soon as it was on the ground.

"Bad odds, a fight to the death...I like it," Wolverine said. "Let's get on with it."

"Not yet, Wolverine," Scott yelled as Logan bounded over the ridge and across the open ground toward Doom's team. *Too late.*

"Stow it, Slim!" Wolverine snarled as he popped his claws.

The woman saw them first and alerted the rest. "Company's here!"

Wolverine was making a beeline for Molecule Man. It was the right decision: He was the most powerful member of the enemy group, and he'd proven himself leery of hand-to-hand fighting.

But Wolverine never even got close.

"This little, hairy one is a real case," the new woman—a tall, muscled blonde—cackled to her companions. She lifted a boulder the size of a forklift over her head and smashed Logan out of the air just as he made his last leap to land within striking distance of Molecule Man. Both the boulder and Wolverine disappeared over a nearby ridge. The sound of the impact was the kind of crunch that would have meant a fatal blow to anyone without an Adamantium skeleton and accelerated healing factor. Even Logan wouldn't be standing up from it right away.

"Nice shot, Titania!" Absorbing Man shouted, awe apparent in his voice. Scott triggered his visor and unleashed an optic blast into the middle of Doom's team. The force threw up enough rocks and dust that they disappeared from view. "Flank them, Rogue!" he called. "Hit Molecule Man first! Move!"

She flew, almost faster than he could follow. When the dust settled, Scott saw that Molecule Man had created a barrier to protect Doom's team. Now the woman—Titania—leaped over it and met Rogue in midair with a devastating punch that knocked her back behind Scott. She hit the ground and lay still.

WHAM! Scott knocked Titania down with another optic blast, but he was all alone now. Absorbing Man came to the front of Doom's team. "Go ahead, blast me," he gloated. "I'll absorb your power and give it right back to you, only stronger!"

Behind him, Molecule Man was watching. "It's all of us against him," he called out. "No rush. We don't have to fight unless—"

Wolverine sprang out from cover behind Molecule Man, claws extended and poised for a killing blow. "Wolverine, no!" Scott shouted. Logan wasn't listening. Taking the first shot had gotten his bloodlust up, and Molecule Man was about to suffer for it. There was only one way to slow him down.

Modulating it as much as he could, Scott fired an optic blast that hit Logan's arm in mid-swipe. His claws, which would have disemboweled Molecule Man, still bit deep, but Logan went tumbling across the ground, cursing a blue streak.

"*EEYAGGH!*" Molecule Man howled, then crumpled bleeding to the ground. Doctor Octopus picked him up immediately as Titania knocked Wolverine sprawling. Rogue groaned and looked around, then jumped to her feet next to Scott. She was breathing hard, but was ready to rejoin the battle.

"That does it," Absorbing Man growled. "Now we put these guys down."

"No!" Doc Ock said. "Reece is badly hurt. If he bleeds to death while we're out here, Doom will kill us all. Let's get him back to the base."

The three of them ran for their ship, Doctor Octopus carrying Molecule Man. Scott let them go, though he could have taken them down with another blast. They would learn no more of the villains' intentions, and the X-Men were not here to kill.

Well, at least two of them weren't. Logan, back on his feet, stomped toward Scott in a fury. "You don't get in my way in a fight," he said, his voice low and deadly. "Ever."

"You don't kill, Wolverine. Not when you're on this team. Not when you're an X-Man. Ever." Scott held his ground as Logan got close enough to take a swing at him if he wanted to. "The minute you kill someone on our behalf, you're not one of us. You're the enemy. Understand?"

“Oh, I understand,” Logan said. “And lemme tell you, bub, if that moment ever comes, you better make sure you’re in another time zone, because you’re the first one I’ll come looking for.”

“Boys?” Rogue’s Southern drawl interrupted. “Much as I love to watch men have dumb fights, I feel like I should point out that we just won.”

Scott didn’t look at her. He wasn’t going to break the stalemate between him and Logan. Either they would fight, or Logan would back down. And after a moment, Logan did. “This isn’t a Boy Scout trip, Summers,” he said. “You want to die for your ideals, you do that. I’m here to win.”

“We’re both here to win, Logan,” Scott said. “All of us are.”

“Spare me the rah-rah crap,” Logan said. He took a deep breath and let it out as his claws retracted.

“Are we done here?” Rogue asked. “Cause if we are, maybe we ought to devote just a little time to thinking about why Molecule Man was here in the first place.”

“Yeah,” Logan said. “The rest were just bodyguards for him.”

“Hmm.” Scott climbed to the lip of the nearest volcanic crater. This was where Doom’s team had been heading when the X-Men’s arrival diverted them. “What’s a good reason to send Molecule Man to a dormant volcano?” he asked, thinking out loud. “There’s really only one, isn’t there?”

“What’s Doom’s plan, to go all Vesuvius on us?” Logan said.

“Think bigger,” Scott said. “Doom is. If he wanted to come after us, he’d have done it. Instead he sent his people here, a long way from our base. About the only thing you can do with a dormant volcano is make it erupt. So...”

“Molecule Man was going to set off these volcanoes,” Rogue finished for him. “But why?”

“Doom’s got his eye on Galactus,” Scott said. “He must think doing this will affect him somehow.” Scott rested a fingertip on the side of his visor and glanced at his team. Rogue nodded, as though she understood, but Wolverine just glowered at him.

“We came all the way out here just to do what Doom was gonna do anyway,” Wolverine growled. “And you wonder why people question your leadership.”

“You guys better get a head start,” Scott said. “Right now we need to slow down Galactus. Run.”

He opened his visor and seared the crater floor with a full-power blast, letting it go on until a geyser of lava jetted up toward the rim and the ground started to shake under his feet. Then he turned and ran, too, catching up with Logan and Rogue as they got to the ship.

Fiery plumes spouted all along the volcanic range, from one end of the horizon to the other. “Whoa,” Rogue said. “The whole plain is exploding, too.” Scott looked out the window as he belted himself into the pilot’s chair. She was right. Fissures opened and spread, pouring lava and belching ash. He got the ship in the air just as the ground disappeared into a molten soup. He revved the engines up to full power, and it wasn’t until they were clear that any of them spoke.

“Sure hope you did the right thing back there, Slim,” Wolverine said.

Scott nodded. “Me, too.”

THIRTY-TWO



JULIA CARPENTER had gone to bed two nights ago in her apartment on 13th and Logan, overlooking the lights of Denver. She'd gotten up in the morning to find herself looking out the same window at miles of swampland, ringed at its far edge by a line of mountains. But not the Rockies, because they were in the wrong direction. She'd spent yesterday patrolling what was apparently part of downtown, pretty much from the baseball stadium down to Civic Center Park—only the rest of the city was gone. Along with the rest of Colorado and, as far as she could tell, the rest of Earth. Everyone else was as confused as she was, but there'd been little violence so far, and her patrols were quiet. Authorities were asking everyone not to panic even though there was no electricity, and the city would run out of water fairly soon. At the moment, though, the situation wasn't desperate. People were trying to be optimistic and hoping for an explanation.

During her brief stint as Spider-Woman, Julia had seen her share of strange things, but this took the cake. She'd heard rumors that someone dressed as Doctor Doom had been spotted with two women on the 16th Street Mall. Was he behind this? Surely someone even more powerful was responsible for moving Denver into a swamp. *Doom couldn't have done that*, she thought. Julia tried contacting her college friend Val Cooper, who worked for the government and had helped her get her spider-powers, but all the phone lines were down and there was no cell service. Large, multicolored and oddly shaped creatures from the swamp loped up and down the street outside her building. She'd gone home after determining that there was no direct threat, but she kept her Spider-Woman costume on under her clothes just by way of precaution. People were on edge; as Denver's only super hero, she had to be ready when trouble started. She tried not to worry about her lack of experience. She'd only been Spider-Woman for a few weeks. In that time, she'd only caught two muggers, a man locked out of his car (*oops*), and a shoplifter.

That morning, she'd pulled the curtains wide to see whether she'd imagined yesterday, if it was some sort of hallucinogenic aftereffect of the serum that had turned her into Spider-Woman. *Nope*, she thought to herself as she looked over the swamp at the mountains. *Those sure aren't the Rockies*. Because the Rockies weren't volcanoes as far as she knew, and these mountains certainly were. Smoke belched from the whole sky in that direction, and glowing lava slid down the distant slopes.

Nearer to her, past the border with the swamp, she saw a quick movement. A tree fell with a crash, and in the space it opened up she thought she saw the Lizard, recognizable in his lab coat even at a distance of a few hundred yards. Julia went out onto her balcony and blinked a few times. *Is this real?* How could the Lizard be in a swamp next to Denver? But then, she reminded herself, what was Denver doing next

to a swamp in the first place? She didn't know whether the Lizard was doing anything wrong, but clearly she needed to ask him a few questions.

But then she saw the Lizard turn and speak with another person who had appeared next to him. Julia squinted. The other person looked like a slight woman with short dark hair, and she seemed to be on friendly terms with the Lizard. But wasn't he a monster?

The Lizard and the woman both moved out of view for a moment. Julia took the opportunity to step inside and pull off her street clothes, revealing her Spider-Woman costume—black and white with thigh-high boots, elbow-length gloves and an upper-face mask that allowed her hair to flow freely while still keeping it out of her eyes. This was the sort of thing Val Cooper had prepared her for: investigating the arrival of infamous villains in Denver. And maybe even to figure out why there was a swamp where there had been a shopping mall two days ago.

When Julia stepped out to her balcony again, she was surprised to see a huge vehicle plowing through the swamp. It was some kind of giant bulldozer, bright red, with a fifteen-foot-wide front bucket. Way too big to be a regular city maintenance vehicle—and anyway, those were yellow. But at this point, nothing seemed unusual. She crouched on her balcony and sprung to the nearest tree, trying to stay high. She needed to find out what was going on, but the thick vegetation blocked most of her view from the ground.

Then, a flash of light and an explosion rocked the swamp from the last place she'd seen the Lizard and his friend. She dropped to the ground and took off at a run. She saw the huge bulldozer retreating now, churning up mud and roots as it carved a track away from the city. Julia realized that if the trees were blocking her view, whoever was driving the bulldozer probably hadn't even noticed Denver; they'd just

driven on, with the Lizard lying in a scooped-up mass of mud in the bucket.

What had happened to the woman? Julia headed into the swamp, slogging through the low spots between slippery rocks and the strange trees clustered on hummocks of dry land. In five minutes, she'd found the bulldozer's track; a second later, she found the Lizard's friend.

The woman was lying on her side, her legs in the water and her torso slumped against a rock. There was a hole right through her back, and Julia was at first certain she was dead. When she got closer, the woman moved, ever so slightly, and Julia switched from investigative mode to rescue mode. Should she head to the hospital? Was there even one in the surviving part of Denver? What could she do?

She cautiously rolled the injured woman over to see whether she should try CPR. Julia gasped.

The woman dying in her arms was Janet Van Dyne, the Wasp. The leader of the Avengers.

Suddenly, the situation started to make sense, at least in a way. The Lizard. Doctor Doom. The Wasp. Volcanos where there had been shopping malls. Some global catastrophe was afoot, and the Avengers were involved, and someone with a giant bulldozer was trying to kill them. And Julia—Spider-Woman—was done catching shoplifters. She was about to graduate to the major leagues.

But first, she was going to have to save the Wasp's life.

*

Spider-Woman possessed superhuman strength, so she easily lifted Wasp over her shoulders. She was retracing her steps out of the swamp when she saw a kind of spaceship nose-deep in dust; coming away from it were Janet Van Dyne-sized footprints. Julia carried the Wasp into the ship, gently placed her on the floor, and then spent a frustrating

amount of time figuring out how to get the ship off the ground. She'd never seen anything like the tech that controlled it.

Eventually she did get the ship into the air, though. When a holographic map materialized, Julia learned to spin it to get her bearings. There was Denver; there were the volcanoes; there, far on the other side of the volcanoes, was what looked like a village. It was the closest thing to a settlement she could see within a thousand miles. That had to be where the Avengers were, because they sure weren't in Denver.

The ship was fast, and she found the village in less than half an hour. She also found Galactus straddling a mountaintop with a huge machine in front of him, pieces slowly settling into place as he built it. Julia gaped up at him. She'd heard of his encounters with the Fantastic Four and Avengers, but she had never seen the Devourer of Worlds. How many heroes and villains were here in this strange place? Galactus paid her no mind, fortunately, as she circled around him to land in the center of the village.

She'd been hoping to find some evidence of an advanced civilization with medical facilities and perhaps the Avengers themselves. But she'd never expected to see the Fantastic Four—and Spider-Man, her namesake—spilling out of the strange little conical huts to meet her.

THIRTY-THREE



EVEN against Battleworld's general backdrop of bizarre impossibility, seeing Spider-Woman suddenly appear in the village was a surprise to Steve. Even more shocking was his realization that she was carrying the Wasp, who was clearly in need of immediate medical attention. "Find Zsaji," he yelled to Hawkeye as he ran to meet them.

"Sure am glad to find you here," Spider-Woman said. "Wasp needs help. Or, I don't know, maybe—"

"We'll help her," Steve cut her off. He didn't want to hear Spider-Woman say Wasp was dead, even though that was almost certainly the case. Wasp was limp in a way that Steve had learned to recognize during the war.

He carried Wasp to Zsaji's hut and laid her on the pallet recently occupied by Colossus. As Zsaji bent over Wasp, She-Hulk shoved her way into the hut. "Janet!" she cried out, kneeling next to the pallet. "Zsaji, you have to help her!"

Zsaji said something in her own language. Even though none of them knew the words, they all recognized the tone: low and mournful, matching the expression on Zsaji's face as she laid her hands on Janet Van Dyne and nothing happened.

"No," She-Hulk said. "She can't be..." She whirled on Spider-Woman. "What happened?"

"I found her like this in a swamp near the edge of Denver," Spider-Woman said.

"Denver?" Steve echoed.

"There's a big chunk of it miles from here," Spider-Woman said. "Including my apartment. It's right on the border between the city and the swamp. Wasp was there with the Lizard, and then some kind of big bulldozer-tank-thing plowed through. They took the Lizard and left her like this."

"She can't be dead," She-Hulk repeated. "Zsaji, please."

Zsaji—head bowed, white hair falling limply over her eyes—stood up and left the hut without another word.

"Zsaji, you can't leave!" She-Hulk said. "Please, you have to help her!"

Hawkeye and Thor were watching from near the door. They parted to let Zsaji pass. Thor took a step forward to She-Hulk's side. "She is beyond help," he said. "Zsaji would not have withdrawn if anything could be done."

Cap rested a hand on She-Hulk's shoulder. "Jen," he said. "Come on outside."

*

For a while there was nothing to say. The heroes clustered in the village plaza, taking what little comfort they could in each other's presence. It was She-Hulk who broke the silence. "They have to pay for this," she said.

"Who?" Hawkeye asked. "We don't know who did it."

“Don’t we? Who else would it have been? Who else would have shot her and then taken the Lizard? It was Doom’s people, and we all know it! Why are we standing around? We’re Avengers, aren’t we? Well, one of us needs avenging!” Tears stood in She-Hulk’s green eyes as she spoke. Cap saw the group reacting to her, nodding along and exchanging glances. They all wanted to go after Doom.

He understood it. He wanted to go after Doom, too. But in a war, the side that went off hell-bent on revenge usually ended up on the losing end.

“Aye,” Thor said. “We cannot let Janet Van Dyne’s death go unanswered.”

“Then let’s go get ‘em!” the Thing said.

Before the situation got out of hand, Steve stepped in. “No,” he said.

“What do you mean, no? Janet’s dead, Steve!” She-Hulk squared off with him, ready to fight just to do something with the pain she was feeling. She and the Wasp had been very close. “Magneto kidnapped her, and Doom’s men killed her! Everyone shares the blame! We need to do something!”

“We don’t have time for vendettas, Jen,” Steve said. “Magneto’s with the X-Men now, more or less on our side. We can sort it all out later. Right now we need to focus on Galactus, or none of us will live long enough to argue about revenge.”

He looked around the group and saw that they were listening, at least for the moment—except She-Hulk. Steve went on. “I’ve lost people close to me, too. All of us have. All of us loved Janet. But if we go off trying to get even, and we’re tangled up with Doom’s people while Galactus starts up that machine, we’re all going to die. Everyone on this planet will die. Maybe everyone in this universe will die. We need to stay on-mission. The time is coming when we’ll have to hit Galactus with everything we have, and we need to be ready. I’m sorry, Jen. There’s no time to settle scores.”

She-Hulk didn't back down, but she looked away.

"Then let's get it over with," Hulk interjected. "We go up the mountain and take on Galactus right now."

"Sounds a lot like suicide to me," Spectrum countered. "You saw what happened to Reed."

"Think about this," Steve said. "Doom might well have done this to Janet as a way of goading us into attacking Galactus. Then he'll stroll in and finish us off."

"That's where things are headed anyway," the Hulk said. "We should do it on our terms."

"That's the point. The only thing we can do on our terms is ignore Doom's provocations. If we go after him, that's playing into his hands because he's got his eye on Galactus. If we go after Galactus before we need to, that's playing into his hands because we'll be weakening ourselves while Doom holds back." Steve looked from one of them to the next, seeing various degrees of agreement and resentment. He settled on She-Hulk. "We can't risk it. Much as I'd love to put Doom down myself, we just can't. Yet."

"You can't, maybe," She-Hulk said. "But I can. And I will."

She strode away from them. Steve let her go. Holding her back would start a fight they couldn't afford. "Where's she think she's going?" Hawkeye asked.

"Let her go," Steve said. "She needs some time. And we need to keep an eye on Galactus."

"Speaking of which," Spider-Man said. "Here's a little ray of sunshine. Galactus looks like he's taking a break from building his World-Muncher."

They all looked up to the mountaintop and saw that he was right.

THIRTY-FOUR



VOLCANA got a strange, bone-deep thrill when the volcanoes started erupting, like Battleworld was part of her—or she was part of it. The forces at work were the same ones raging within her body. She watched Doom’s monitors as they recorded eruptions across the entire range between Doombase and the distant fragment of Denver.

Then her good mood was destroyed as Doctor Octopus radioed in. “Molecule Man is badly hurt. The mutant Wolverine circumvented our defenses,” Octavius said. “We are returning at full speed. Be prepared to administer immediate emergency medicine, or we will no longer have Molecule Man at our disposal.”

Volcana turned to the Enchantress, who was the only other person in Doom’s command center. Doom himself, as far as they knew, was still aboard Galactus’ ship. Klaw, who had delivered Doom’s instructions, was babbling rhymes in

the hallway outside. The Wrecking Crew was on another level of the base, probably doing something stupid. They had brought back the Lizard and put him in a stasis chamber until Doom could return and decide what to do with him.

"Amora!" Volcana said. "You heard them! Owen is hurt! We have to go to him!"

"They're coming to us, mortal," the Enchantress said. "Your little plaything will either survive or not. It matters little to me."

"But it matters the world to me! It's all that matters!" Volcana dropped to her knees. "Please! You're the Enchantress! Can't you use your magic to bring them here! Or bring yourself to them? You can help!"

"Certainly I can," the Enchantress said. "But I do not wish to."

"Send me to him," Volcana begged. "I'll do whatever you want. Anything."

The Enchantress looked at her and smiled. "Anything is quite a steep price."

"I don't care! Please!"

"Go, then," the Enchantress said. "But I will remember your promise."

A portal surrounded Volcana, and she was suddenly onboard the ship. Doctor Octopus piloted, while Titania and the Absorbing Man hovered over Owen. He looked so pale, so vulnerable. Volcana couldn't take it.

She rushed to him. "Owen!"

"How'd you get here?" demanded the Absorbing Man.

"I made a deal with the Enchantress. She sent me. Oh, Owen. I'm here." She knelt next to the bed where Owen lay and touched his face.

"Girl, I've seen you do some dumb things for a man," Titania commented, "but this takes the cake. You made a deal with the Enchantress? What did you give her in return?"

“Shut up, Skeeter. It doesn’t matter,” Volcana said.

“Oh, we’ll see about that,” the Absorbing Man said with a chuckle.

Then the ship rocked, and Doc Ock shouted, “Whoever’s back there now, you had better buckle in! We’re under attack!”

THIRTY-FIVE



NO PLAN survives contact with the enemy. That was an old saying. But in Logan's experience, no plan survived mentioning it to another human being—because then everyone wanted to put in their two cents. Working alone was easier. You didn't have to deal with Scott Tenderhearted Summers blasting you in the arm when you were about to solve the Molecule Man problem permanently. Or being halfway home and suddenly getting a telepathic note from Xavier that he was flying out to intercept the villains' ship, and he wanted you to join the party.

"Why didn't we just take care of things on the ground?" Logan grumbled as Scott fired on the zigzagging vessel. Xavier's ship was coming in from another angle, boxing in Doom's people between them.

"Put a sock in it, Logan," Rogue said. "You want to be an X-Man, you play by the professor's rules. Don't you know

that by now?"

"I know it, all right," Logan said. "That's why I don't spend a lot of time with Xavier."

"Got them," Scott said. Logan looked out the window again and saw the target ship fluttering groundward, smoking and burning on its way.

"Good," he said. "Strafe 'em, and let's go home."

"Xavier's ship is landing," Scott said. "That means we are, too. Get ready."

Logan jumped out of the ship before it touched down, hitting the ground running. Magneto, Nightcrawler, Storm, and Xavier were exiting the other ship. They closed in on the Absorbing Man, Doctor Octopus, and Titania—the three bad guys who were still a threat. Seven on three. Better odds than last time.

No, four. Another woman, the one who turned herself into fire, was setting the Molecule Man on the ground near Doom's ship. *Still decent odds*, Logan thought. He meant to improve them while Scott was still landing their ship and wouldn't get in his way.

The Absorbing Man had his free hand on a boulder. Its coloration spread over his body as he assumed its hardness and strength. "They have forced our hand," Doc Ock announced with exasperation. "It seems we must kill them to be rid of their annoyance. Titania? Creel? Volcana?"

"First thing you've said all day that makes sense," Creel said. The woman who'd set down Molecule Man—Volcana, apparently—did her version of Johnny Storm's flame-on, though more like a plasma-on, and looked right at Logan.

"You did this to my Owen," she said. "You go down first."

"I got room on my dance card," Logan snarled.

Volcana fired a beam of thermal energy at Wolverine, melting the rocks to slag where he'd been standing a moment before. Then she swept the beam across the whole

field; she just missed Storm, then Logan as he headed in low for Doc Ock. Octavius was the brains of Doom's team here, and Logan always went for the brains first if he could. Rogue and Nightcrawler were having a tough time containing Titania. She was Hulk-strong by the looks of it, able to fling around any X-Men before they could get close enough to do damage. Even Nightcrawler couldn't always teleport away fast enough to avoid getting hit.

The Absorbing Man, still in his boulder-like form, dropped in front of Logan before he could reach Doc Ock, who had just grabbed Storm's arm and knee with two of his tentacles. "Hey, runt," he said. "This one's for our own little runt."

Creel cocked his arm to plaster Logan with his ball and chain, but Wolverine was faster. Cyclops wasn't looking, and Storm was in danger, and this was no time to pussyfoot around people who were trying to kill you. Logan sliced off Absorbing Man's arm at mid-bicep with a single swipe of his claws.

Absorbing Man screamed and clutched at his stone stump in confusion. Logan took a split second too long to admire his handiwork, and Volcana belted him with plasma. For a moment, the world was a furnace—then Logan heard the unmistakable crack of Cyclops' optic blasts, and he could breathe again. Barely.

Xavier was right there trying to help him up. "I got it, Chuck," Logan said. "Just gimme a sec."

He got to his feet, feeling his flesh start to reknit and heal the burns. *Man, I hate being burned.* His claws flashed out again, and he headed back to the center of the battle. Magneto had Doc Ock wrapped up neatly in his own tentacles, but then Titania picked up Ock and ran. Storm and Rogue pounded them as they went. "Cover us!" Ock screamed. He fought to untangle his tentacles.

Miss Volcano, or whatever her name was, started to glow. *Uh-oh*, Logan thought.

She unleashed a wave of heat that would have incinerated them all, but Storm met it with icy rain and hurricane winds. Rogue pulled together a rock wall to shelter the team. Even so, the heat was intense. None of them could move until it dispersed; when they looked past Rogue's wall, they saw that Doom's people had boarded one of their ships and gone.

"We blew it!" Logan said, disgusted. "That was our chance."

"No," Xavier said. "All we lost was a ship we do not need. Now Doom's minions know they cannot stand against us, and we know something far more important. We were tested, and we fought bravely as a single team." He looked to Cyclops and Storm. "That is what matters if we are to survive."

Logan had his doubts on that score, but he kept them to himself. If Chuck wanted to know, he'd just read Logan's mind and find out anyway.

THIRTY-SIX



CREEL sat silently in the ship on the way back to Doombase. He almost didn't understand what had happened. His detached arm lay across his lap. It was still stone, like the rest of him had been since he'd absorbed the characteristics of the boulder. *That's a good sign*, he thought, desperately trying to keep calm. If the arm had turned back to flesh and bone on its own, it would be bleeding all over the place. And he didn't think Doctor Octopus was that kind of doctor. The truth was, he was scared. He'd never let on, but Creel knew he wasn't much use with only one arm.

Ultron watched them as they landed the ship and disembarked in the hangar. "My Owen needs help!" Volcana said to him—forgetting her other wounded comrade, Creel noticed.

Ultron pointed dismissively into the interior of the base. "There are alien medical machines in the central infirmary.

Use them if you can.”

“Can’t you?” she asked.

“Certainly. But I will not unless Doom requires it. Only then would I lower myself to assisting biological organisms.”

Volcana looked like she might go after Ultron, which would have been a good show. Creel was a little disappointed when instead she picked up her boyfriend and ran off. *Bah. A tough gal like that, Creel thought, gone gaga over a shrinking violet like Owen Whatsisname. A guy too scared of his own shadow to use his powers unless he was trying to impress a woman. Stupid.*

Ultron looked at Creel. “Organism, the loss of your appendage demonstrates yet again the superiority of machines over animals.”

“Shut up,” Creel said and headed for the garden. He didn’t know what to do. One possibility had occurred to him, but he’d be in worse shape than Molecule Man if it didn’t work.

He sat down in the garden and took a deep breath. All Creel could think to do was turn back into meat and hold his arm up against the stump while he did it. He’d probably bleed to death if it didn’t stick, but he couldn’t stay stone forever. At some point, anything he absorbed wore off.

“Sometimes I wish I’d just kept on wrestling,” he muttered to no one. Then he leaned to his right so he could wedge his arm tight to the stump. He pressed down with all his weight, and then let himself morph back to flesh and blood.

Please, he thought. Please.

It was a word he hadn’t said out loud in a long time—years, maybe—but he felt a tingling in the air around him, like something had taken notice. Like reality was shifting a little, making room for a new thing that hadn’t been possible

before. Creel remembered what the Beyonder had said. *Yeah*, he thought. *Please. This is my wish.*

The hot, razor-sharp pain that tore through his arm took his breath away. It was worse than anything he'd ever felt. He got tears in his eyes, and blood roared in his ears so loud he thought there was some kind of earthquake. Creel gritted his teeth and kept going, letting the change flow through him and feeling...

Feeling his arm!

He felt his fingers around the cold steel chain, felt the ends of the broken bone grinding against each other, felt the muscles and tendons shift as they knitted back together. When he could open his eyes again, Creel blinked away the tears and looked down at his arm. He flexed his fingers, and they did what he told them to do.

"Man, I didn't know I could do that," he said. Then he bent over and threw up between his feet.

But he felt better after that. Shaky, but determined. He got up, knowing where he had to go next. The rest of the gang needed to see him whole again. They needed to know that Crusher Creel wasn't just muscle.

He could rebuild himself.

Maybe it was just because of Battleworld, but that was okay with him. He knew something the others didn't. Maybe not even the Beyonder knew it.

Battleworld was made out of wishes.

He headed back to the Doombase hangar, where he heard a door slide open. Doom himself walked in. His cloak was shredded and his armor scorched. He was limping, and in general looked like the proverbial hundred miles of bad road.

A rippling flash of light appeared with a loud crack; when it cleared, the Enchantress had materialized in the hangar. "Doom! What has happened to you?"

"Begone, Amora," Doom said wearily.

"Mortal, I have linked my fate to yours," the Enchantress said. "You will speak to me. What jeopardy have you placed us in? What plan do you contemplate?"

He spun on her. "Do...as...you...will."

Speechless, Amora just stared at him. *First time I ever saw her without something smart to say*, Creel thought.

She vanished in another ripple of sparkly light. Then Doom turned to him. "Leave."

Creel didn't need to be told twice. He headed downstairs again to kill some time until their next mission. Looked like Battleworld wasn't made of wishes for everyone.

As Creel walked through the prison section, which had its own door and hangar-sized receiving area, the Wrecking Crew was bringing the Lizard out of stasis. "Doom just got back," he said.

"No kidding," the Wrecker said. "He gave us orders over comm. Probably we oughta check in and see how things went with Galactus."

"Not so good from the looks of it," Creel said.

"We'll ask him ourselves in a minute," the Wrecker said. "Right now we have to wake up the Lizard. Thunderball, you ready?"

"Say the word," Thunderball called.

"Do it," the Wrecker said.

The Lizard's stasis chamber opened and he sprang out, still covered in swamp mud. "Hey, it's the Creature from the Black Lagoon," Thunderball joked.

"Lizard, old buddy," the Wrecker said. "You're back on the team. Vacation's over."

But the reawakened Lizard didn't rejoin the team. He went after the Wrecker. "You killed Wasssp!" he hissed, slashing at the Wrecker with his claws. His jaws snapped shut barely an inch shy of the Wrecker's nose.

Thunderball smacked him down, and the whole Wrecking Crew formed a half-circle around the Lizard as he tried to get up. "We shoulda left you in the swamp," Piledriver said, cracking his knuckles and flexing his super-strong muscles. "Woulda served you right. Now you go and attack us? Buddy, you need to learn some manners."

The Lizard bared his teeth and hissed. But he didn't attack.

"You feeling bad for your lady love?" the Wrecker taunted him, twirling his crowbar. "So much for romance in the swamp."

They all laughed, and then the Lizard snarled and leapt forward again. This time Bulldozer caught him in midair with a driving headbutt that laid him out gasping for breath.

"Let's finish him off," Bulldozer said. "He's nothing but trouble."

"Nah," the Wrecker said. "Doom wants him around for now. Put him in a cell. Not the stasis thing, a regular cell. Swing by and say hi every so often, just to keep him in a good mood."

Piledriver dragged the Lizard to a cell and slammed the door shut. "That's what we get for trying to be nice," he said. "Jeez."

"I'm beat," Bulldozer said. "I'm gonna grab some shut-eye. That scaly maniac darn near ripped my throat out. Whatever Doom wants him for, I hope it's worth it. And I hope it's painful."

THIRTY-SEVEN



JENNIFER WALTERS had stayed in the background long enough. She'd pitched in, gone along with the team's desires, avoided causing conflict—in short, done everything you might expect from someone trying to live the ideal of finding consensus. Win-win situations were her favorite outcomes in court, and she liked them in real life, too.

But her good friend Janet Van Dyne was lying dead in an alien village on a faraway planet, and Jennifer was not interested in consensus anymore.

She was looking for revenge.

The transport shuttle she discovered had Doombase's location programmed right into it, like it knew where she wanted to go. She landed nearby, not caring whether anyone saw her. She didn't bother looking for the nearest door—as She-Hulk, she could take the direct approach. The wall wasn't built that could stop her. She went for the closest

point on the base's exterior; when she got there, she tore through the wall like it was paper. Then she got to another wall, and tore through that. Then a third.

When she stepped through the hole she'd made in the third wall, she found Bulldozer in his quarters. He stood at the far wall, bracing for a fight—obviously having heard her advance. But at her entrance, his eyes widened through the holes in his mask.

"Uh-oh," he said.

"Uh-oh is right," Jennifer said. "I'd be worried, too, if I were you and I'd been part of a certain murder."

"How did—I mean, I didn't do anything," Bulldozer said.

Jennifer smiled. "Until just now, I wasn't sure," she said. "But now I am." She strode toward him and flexed her arms, giving him the full gun show. "I'm looking at you, and you know what I see? A coward and a murderer."

"Nice speech," Bulldozer said, lowering his head to point his helmet at her midsection. "But I got nothing to say to you. You're going to be flexing your arms outside in a second!"

Head down like a charging bull, he raced at her. She slapped him aside, and he crashed into what was left of the wall. "Oh, you're strong, all right. But you're out of your league."

Bulldozer stumbled back up to his feet, and she dropped him with a punch that caved in part of his helmet. "Usually I prefer a fair fight," Jennifer said as Bulldozer hit the floor. "But not today. Because Janet Van Dyne didn't get a fair fight, did she?" She hit him again. "*Did she?!*"

Jen knew her dramatic entrance would draw the others; sure enough, the rest of the Wrecking Crew appeared just in time to see her break Bulldozer's helmet on the floor. Jennifer looked up as they entered, and she smiled. "What the..." said the Wrecker.

“Yeah, boys,” Jennifer said, rising to her full height and clenching her fists. “It’s me.”

Thunderball, Piledriver, and the Wrecker charged her all at once, and she met them halfway across the room. Thunderball got to her first, swinging his wrecking ball. Jennifer caught the chain and yanked him close to head-butt him square in the face. Piledriver’s fists hammered on her shoulder and she spun to level him with an elbow to the gut. Then, she just had time to lean out of the way of the Wrecker’s crowbar.

“If we’d known you were there, sweetheart, we’d have taken you out, too,” he snarled.

“I wasn’t there,” Jennifer said. “I didn’t even know for sure who killed her until you idiots gave it away.”

Thunderball stirred at her feet, and she kicked him across the room like he was no more than a soccer ball. The Wrecker lunged at her then, bringing up his crowbar for an overhead swing. She easily caught both his forearms and drew him in to glare right into his eyes. “Now you pay. All of you,” Jennifer said.

She lifted up the Wrecker and then slammed him onto the floor. She pounded punch after punch into him until he wasn’t getting back up. When she stopped to look around, she spotted Piledriver stumbling to his feet. “Oh, no, you don’t,” Jennifer said. She took him down again with a haymaker left. He dropped without a sound.

They were all out of commission. “If I were as cruel as you guys, I’d keep going until you were all dead,” Jennifer said. “But I’m not.”

“But we are, Greenie,” came a husky female voice from the other side of the room.

Jennifer looked up and saw the Absorbing Man, Doc Ock, and Titania. “Ready for the main event, She-Hulk?” Titania said.

“You bet I am,” Jennifer said, assuming a crouch.

KRASH! Titania leapt forward feet-first. Jennifer dodged, dropping to the ground, then caught Titania in the stomach with a fierce punt, kicking her straight up into a steel beam. Both Titania and the beam hit the ground as Creel started in on Jennifer.

“I got some anger to work out, Greenie, and you’re just the one to do it on,” he said.

“You and me both,” Jennifer said. She saw him glance past her and hesitated for the briefest moment—was it a ruse? Creel skidded to a halt right as something hit Jennifer from behind. She somersaulted and hit the floor flat on her back as pieces of the beam flew across the room. Before Jennifer could get up, Titania was on her again, hitting like the Hulk. Jennifer tried to counterpunch but couldn’t get her arm back for a swing with Doc Ock and the Absorbing Man piling on her. The Wrecking Crew was back on its feet, too. Suddenly, the odds were seven to one.

The last thing Jennifer saw was Creel’s iron ball sweeping in an arc toward her, filling her field of vision.

AMORA

Doom had failed, as mortals must. She had not anticipated his defeat would come so rapidly, but it had been inevitable. The being Galactus was inscrutable even to her, though she might have drawn his attention at will and held it long enough to negotiate with him. The Beyonder? Of him, she knew nothing save his handiwork. Doom could not hope to control his fate in the hands of such powers.

She, too, was considered evil by some, but she did not consider herself so. She wanted only what she wanted, and who was to say desire was evil? Actions, certainly. Inactions as well. But desire itself was elemental—beyond considerations of morality, of good and evil. Battleworld itself was a place created of the Beyonder's vast will, and desire permeated through it. Each sentient mind that touched its soil found desire germinating there. For power, for death, for loss. For love. Why else had Xavier grappled with an impulse toward tyranny, and Magneto toward solitude? Why else had Benjamin Grimm seen his form change from stone to flesh and back? And on and on. They suffered from their wishes coming true.

Amora, too, had suffered that pitiable fate. Thor, seeming to answer her desires, had freed her. She had brought him to a lovely bower, a place where no man could resist her—yet he had, and she loved him the more for it. She had become a canard, the woman whose passion was stoked rather than quenched by refusal—she, who could turn the head of any mortal with a glance!

The Odinson was no mortal, though. Even so, he would be hers. If not this day, then another. For immortals had only endless tomorrows—and given enough days, all dreams must in time be realized. The Beyonder could not extinguish her essence, nor would she deign to be part of his little

game. She had her own games to play, and her pieces were already in motion.

You and I shall rule, Odinson, she thought. *You and I.*

THIRTY-EIGHT



STEVE ROGERS sat alone on the crest of a ridge that afforded him both a view of the village and Galactus on the mountain beyond. Steve couldn't tell whether the world-destroying machine was complete, but Galactus hadn't moved for several hours. Reed might have been able to offer some insight, but he was tinkering with different pieces of equipment, trying to repair and augment the team's gear as best he could before they once again had to square off against Doom's forces.

If they had to square off against Doom's forces again. Steve thought it was more likely they'd have to face Galactus first. And it was unlikely they would survive that encounter, he thought grimly.

"Hey, Cap?"

Steve turned to Hawkeye, who approached from the path that led back down to the village. "Clint," he said.

“Hate to bother a man when he’s thinking,” Hawkeye said, “but She-Hulk’s missing. Nobody’s seen her all day. And one of the shuttles is gone.” When Steve didn’t respond for a moment, he added, “She can’t take them all herself, Steve. We have to help her.”

The Hulk had followed Hawkeye up the path. “Jennifer is my cousin,” he said. “I need to go after her, even if you don’t send a team.”

“I can’t send anyone,” Steve said. “We have to stay here. Galactus needs to be our focus.”

He heard more sounds from down the path. The whole team was heading up—except Colossus, who was probably still convalescing down in Zsaji’s hut. “Don’t suppose you’d consider putting it to a vote?” the Hulk said.

Steve knew what had happened. They’d all gotten together and decided on this before Hawkeye and Hulk came up to pretend they were asking his opinion. He understood—one of their friends was in danger—but the pretense and second-guessing still stung. Steve stood and faced the whole team—the assembled Avengers, the Fantastic Four, and Spider-Man. “I’d vote yes in a second...if I was voting with my heart,” Steve said, meeting the eyes of his friends. People he’d fought for and would again. “But there’s too much at stake. Too many innocent lives. The universe is on the line, plain and simple. I’m sorry, people, but that has to be more important than any one of us...or all of us put together.” He faced them with his hands open, his expression somber, and hoped they would listen. If he couldn’t keep them together, he couldn’t keep them safe.

But voices immediately jumbled as they started to object along all the lines he would have anticipated, too many of them trying to answer at once—and then another voice intruded on the argument, cutting right through because it was only in Steve Rogers’ head.

Captain, this is Charles Xavier. You are in danger of suffering an irreparable schism in your team.

Tell me something I don't know, Professor.

I have only recently experienced the same among my own X-Men. The breach is repaired, but we cannot afford to spend time repairing another. Thus I come to you with a proposal: the X-Men and I will observe Galactus. We will strike at him the moment the occasion demands it. This will free you up to embark on your rescue mission...should you choose to go.

Steve didn't know why Xavier was making this offer. Maybe it was as simple as what he'd said—that he was changing tactics in the interest of unity. Or maybe he had another motive, as had seemed to be the case the whole time they'd been on Battleworld. Xavier had chosen isolationism when Steve had offered companionship, for reasons he still didn't understand. But either way, Steve didn't have the luxury of choice, and he knew he could trust Xavier to keep his word.

Deal, Xavier. Thanks.

His head cleared, and Steve realized his team had stopped clamoring. Now they were all staring at him with expressions of either impatience or worry. "Cap, you planning on answering any of us?" Spectrum asked. "You looked like someone scrambled your brain for a minute."

"The plan's changed," Steve said.

"Changed how?" Spectrum asked.

"I'll explain later," Steve said. "Right now, let's go get She-Hulk."

THIRTY-NINE



DOOMBASE loomed ahead of them, reminding Steve Rogers a little of the Kremlin—if the Kremlin were the size of Moscow. Various rounded or oval structures topped a complex of towers, which in turn were connected along their lower floors into a single massive block, miles on a side. She-Hulk was somewhere inside.

They didn't waste any time on reconnaissance. Once the team was off the ship and on the ground outside Doombase, Thor simply threw Mjolnir, blasting a thirty-foot hole in the closest exterior wall. "Go!" Cap said.

Spectrum flashed out ahead to find She-Hulk while the rest of the group invaded Doom's fortress on a search-and-destroy mission. Rhodey, blasting ahead of the ground force, was the first to make contact with the enemy, and it was some heavy contact. The Wrecker's crowbar, seemingly

coming out of nowhere, dealt a blow that would have cut an unarmored man in half. Rhodey hit the ground.

"My flight system is down!" Rhodey shouted. Cap ran for him, but Rhodey sat up and blew the Wrecker through the nearest wall with his repulsors, leaving the villain's crowbar to clang onto the floor. Steve helped him up as he rebooted his flight system.

"Back in action," he said, and Cap could hear the grin behind the mask.

Spider-Man ambushed Piledriver from above, laying him out with a single punch that knocked off his helmet. Spidey's red-and-blue costume flashed as he turned the follow-through into a pirouetting leap away from the Absorbing Man's ball and chain, which smashed a four-foot-thick steel pillar in half.

"Careful, big guy. Don't hurt yourself!" Peter taunted.

"Pretty fast, squirt," the Absorbing Man said. "And you must be stronger than you look. Piledriver don't have a glass jaw."

"I'm full of surprises," Spider-Man said as he sprang out of the way of the Absorbing Man's next swing.

"Ben!" Cap shouted, and the Thing stepped in to grapple with Absorbing Man. "Howabout you pick on someone as ugly as you are, pal?" he said.

Then, without warning, the orange rocks of his body melted away, leaving an ordinary man of flesh and blood in Creel's grip. The Absorbing Man grinned. "Ben Grimm," he said. "In the flesh. Ha! Tough luck, ain't it?"

He tossed Ben up into the air with one arm while he readied his ball and chain with the other. "Play ball!" he shouted.

But he never completed the swing. Before Steve could intercede, Spider-Woman caught Creel's arm and swung him around. She planted him in the closest steel wall, which crumpled around him. He struggled to wrench himself free.

“Why’s this gotta happen now?” Ben Grimm said from where he’d hit the ground. “It’s the proverbial revoltin’ development.”

Spider-Woman made sure Absorbing Man stayed where he was by smashing his own ball and chain into his face. Creel slumped unconscious, still stuck in the crater in the wall.

While Cap’s attention was on Thor, who had wrapped up Doctor Octopus in his own tentacles, Piledriver crept up behind Spider-Woman. “Hold off there, Piledriver,” Hawkeye warned. The eagle-eyed archer never stopped scanning the field. He had an arrow nocked and leveled.

“Hold off yourself, Robin Hood,” Piledriver said, turning away from Spider-Woman to face Hawkeye. “Even bullets can’t hurt me. What do you think your arrow’s gonna do? Don’t make me mad.”

“I warned you,” Hawkeye said, and let the arrow fly.

It pierced Piledriver’s shoulder just under the collarbone. He stumbled, shocked. “What the—? Me? Wounded?” he said plaintively. He sank to his knees, one hand on the arrow’s shaft.

The Hulk was busy doing what he did best: smashing. Cap followed close behind as Hulk tore through a series of walls, searching for Doom’s quarters. Then he stopped short as they encountered the Enchantress. “Why, Hulk,” she crooned as she batted her eyelashes and took a step toward him. “Please come in.”

“Keep your distance, sorceress,” the Hulk said. “I know what you can do.”

“Oh, I’m sure you do,” she said as she turned to the angle she likely knew would show her figure to the best advantage. “But knowing is not the same as resisting. Come to me, Hulk.” She reached out a hand, and the Hulk took a slow step toward her. Cap tried to grab Hulk’s arm, but the green giant shoved him back.

"I—" Hulk began, drawing closer to Enchantress, but he never got to finish. The Enchantress reached up and caressed his cheek as she whispered softly. "Mortal cretin."

At her touch, the Hulk crumpled to the floor.

"What have you done to him?" Captain America demanded. Shield at the ready, he stood in the hole the Hulk had smashed through the wall, keeping a safe distance from the Asgardian.

"He sleeps, dreaming of me," the Enchantress said. "But alas for him, he can never possess me. You, however...am I not beautiful to you, Captain America? Come to me."

"Give it a rest," Captain America said with an exasperated shake of his head. He didn't move.

The Enchantress' eyes flashed as she conjured twin blasts of magical energy powerful enough to stagger Cap. "Your will is strong," she said. "But your body is not strong enough."

Captain America dodged the salvo of magic bolts. "Surtur's teeth!" Amora spat. "You move like the cats of Skornheim!"

He lunged at her, leading with his shield. "You wouldn't —" she began, but the impact of his shield stopped her short.

"Hit a woman?" he said over her supine body. "Only if I don't have another choice."

Then he headed deeper into the base to find Doctor Doom.

*

Reed, Rhodey, Spider-Woman, and Thor moved as a team through one of the base's upper levels. "We've still got a lot of Doom's people to account for," Reed was saying. Rhodey was in the lead, peering into an open doorway ahead on their right.

A fiery blast from inside the doorway caught him unprepared, nearly broiling him alive in the Iron Man armor before its cooling system kicked in. He charged through the heat, which winked out just as he collapsed against some kind of invisible barrier. Molecule Man and Volcana were inside a force field. “How do you like my little sphere of protection, Iron Man?” gloated Molecule Man.

Thor flung Mjolnir directly at Molecule Man, but even Asgardian strength could not penetrate the barrier. Mjolnir ricocheted and returned to Thor’s grasp. Rhodey struggled to stand back up. His heads-up display showed depleted energy levels, with all power diverted to temperature control.

“Make me another firing porthole in the barrier, Owie,” Volcana said. “This time Iron Man’s going to be just a little puddle of slag.”

*

Titania and Spider-Man were playing cat-and-mouse—and Spider-Man was mostly the mouse. Titania kept coming after him with giant steel beams, and he’d duck out of the way, trying to keep all his bones in one piece. Now they were doing their tango across a wide, open space somewhere in Doombase’s upper levels. A wall of windows looked out over Battleworld.

Dodging the latest forty-ton steel beam Titania was using to try to squash him, Spider-Man launched a zigzag parkour sequence up and over, landing behind her with a neat little flip. “Initiative always changes hands eventually,” he said. “I mean, don’t you play board games?” Before she could whirl around to meet him, he bounced her head off the edge of the beam with a roundhouse kick.

Then he danced back from her counterpunch. Now Spider-Man was the cat.

"You can't hit me," he said. "Good ol' spidey-sense. How do you think little old me has stayed alive all this time playing with the big boys?"

"You're playing with a big girl now," Titania said. "And you're going to lick the floor when I get you down."

She swung again and missed. Spider-Man dropped and scissored her legs out from under her. "That's the thing, though," he said, popping a couple of quick punches to the side of her head to daze her. "You're not going to get me down. Because what you are is a bully. You talk big and beat on people who can't handle you, but you know what? I can handle you."

He lifted her off the ground and added, "You know what else? I don't like bullies." Then he threw her out the window.

*

At full stretch, Reed Richards pulled Rhodey out of the way. Volcana's plasma would've cooked Rhodey even inside the Iron Man armor. The blast vaporized several walls and part of the floor in the next two adjacent rooms. "Missed," Volcana complained.

"Don't worry, my love," Molecule Man said. "We're safe behind this handy invisible barrier. They cannot touch us, and you can pick them off at your leis—*ulp*."

Spectrum had unexpectedly appeared inside the sphere. She wrapped an arm around Molecule Man's neck. "Oh, it's not invisible," she said. "It's transparent. So light passes through it." She gave Molecule Man's neck a little squeeze. "Now back down."

Molecule Man cried out in pain, and the force field immediately dropped. Spectrum looked down at him in surprise. "What are you whining about? I hardly touched you."

“He’s wounded!” Volcana said. She returned to her normal form. “Don’t hurt him any more.”

“I didn’t mean to hurt him at all,” Spectrum said.

Thor loomed behind Volcana and gripped her arm. “Do you yield?”

“Yes! Just let me get to Owie!” she said, tears streaming down her face. “Can’t you see he’s hurting?”

He let her go, and she collapsed at Molecule Man’s side. “That’s two more checked off the list,” Reed said.

*

Captain America, with Johnny Storm fired up and flying alongside, searched the base’s upper levels. “Doom has to be around here somewhere,” Cap said.

“Here’s Piledriver,” Johnny said as they came around a corner. The beefy, red-masked villain lay unconscious with Hawkeye’s arrow still sticking out of his shoulder. “Wonder where he was trying to go?”

“Hard to tell—*whoa!*”

A particle beam blasted from the far end of the corridor, nearly disintegrating Johnny in midair. *Ultron!* He pivoted abruptly as the robot fired again. Cap dropped into a crouch behind his shield.

Johnny flashed by and engulfed Ultron in a fiery blast. “Stay clear, Johnny!” Cap shouted.

“Too late,” Ultron gloated. “Not even the heat of a sun could melt my Adamantium body. I am invincible.” He reached out and caught Johnny’s fiery leg. “Can you say the same...organism? I think not.”

Ultron got a hand around Johnny’s throat. “Torch!” Captain America called. “Use your nova flame!”

“You’re too close!” Johnny gasped. “It’ll kill you!”

“Do it!” Captain America shouted as he ran for the nearest corner.

The world dissolved in fire. Crouched behind his shield, Cap held his breath lest he scorch his lungs. After a moment, the nova blast dissipated. He leapt to his feet to see the blast had melted a tremendous crater into the center of the room. He ran to the crater’s edge.

“Johnny?”

“Down here.”

Johnny, no longer aflame, stood inside the crater over the unmoving Ultron. “His outside might be Adamantium, but something inside wasn’t,” Johnny said. “But I sure hope the fight’s over, Cap, because I’m all flamed out.”

“We’ll see, kid. Rest for a minute. I’ll keep going alone.” Captain America vaulted over the crater and landed outside a doorway. He proceeded stealthily down a short hall, through an antechamber, and into a larger room.

Victor von Doom sat sprawled on a couch in the center of the room, slumped forward with his head in his hands. His armor was seared and still smoking. He did not look up or acknowledge that he knew Captain America was present.

“Doom,” Captain America said.

No response came from the Latverian dictator.

Cap tried again, to no effect.

This was the last thing in the world he’d expected: to fight through all of Doom’s underlings and then find the man himself catatonic.

Well, Captain America thought. I guess we won.

FORTY



THE AVENGERS and their associates had left the village with only a brief word to Peter, telling him to be patient, that the rest of the X-Men would be arriving soon. Before he could ask any questions, they were gone. He did not know where they went, and did not ask. If his friends were returning, that was all he needed to know.

He had been trying to walk, to gain strength. What he needed, he thought, was another of Zsaji's treatments—or perhaps that was just what he desired. Her touch was all Peter could think of, try as he might to keep Katya in his mind. He cursed Battleworld for tearing him away from her and entangling him in temptation. Peter knew his feelings for Zsaji were partly due to her empathic healing powers, but knowing this was not the same as ignoring it. He avoided Zsaji, keeping to himself and willing his strength to return. Not just physical strength, but the strength of character he

would need to remain steadfast. He loved Kitty Pryde despite his infatuation with Zsaji, and Peter Rasputin was not going to succumb to a passing infatuation. He refused.

But it was one thing to say “I refuse,” and quite another to do it. Still, he persevered. He watched Galactus. Peter knew he would be helpless to do anything should Galactus act, but he was grateful for something to hold his attention. He walked, and he thought of Katya, and he waited for the X-Men to arrive. Several hours passed, and they were the longest hours of Peter’s life.

As he was completing a circuit around the village, approaching Zsaji’s hut and once again steeling himself to pass it by, he saw her stagger out into the sunlight. She looked terribly sick and weak, her skin yellow and a film dulling her eyes. Peter’s resolve evaporated. “Zsaji!” he said, and ran to her, catching her just before she would have fallen.

She murmured in her language. “Zsaji, what has happened?” Peter asked uselessly, knowing she could not answer, though she had picked up a few English words. He hoped...but no, she sagged in his arms.

Peter turned to her door, anger building in him. Who had done this? They would suffer for it. He carried Zsaji to a grassy area near her hut and laid her out of the sun. “I will return,” he said. Her eyes fluttered closed. He started toward the hut, but the sound of a ship reached his ears. Peter turned to see Hawkeye and Spectrum approaching. “Xavier didn’t show up yet?” Hawkeye asked.

Peter shook his head.

“Well, we kicked some villain butt at Doom’s base,” Hawkeye said. “It’s ours now, and we’re moving there. Tell Xavier when he gets here. Galactus do anything while we were gone?”

“No,” Peter said. “He is as he was when you left.” He tried not to show his irritation at being left behind by these

companions *and* his friends.

"We're here to pick up Janet's body," Spectrum said. "We'll take her to the base and..." She paused and rubbed her face, as though this might remove the memory of Janet's death. "I don't know what we'll do, but at least we'll all be together," she finished.

Hawkeye was the first to notice Zsaji. "What's wrong with her?" he asked.

"I do not yet know," Peter said, "but I am soon to find out. She came from her hut, ill to the point of death, it seems. Something in there..."

Light flared in the palms of Spectrum's hands. "Let's go check it out," she said.

Hawkeye readied his bow. "I got you covered," he said. "Long as you hold the curtain open."

Peter shifted into his organic steel form, feeling strength flood through his body. He was beginning to recover from the remaining effects of the Wrecker's beating. Perhaps he would not need another treatment from Zsaji. He hoped not, even as he simultaneously longed for her touch. "I will lead," he said.

He threw open the curtain and took a big step inside, looking left and right in search of whatever had so gravely debilitated Zsaji. Spectrum came through as well, the light from her hands illuminating the hut's interior as if it were broad daylight. Peter heard Hawkeye shifting his position outside to keep a clear line of fire.

The hut's simple furnishings were undisturbed, its candles still burning in their holders. Nothing was out of the ordinary. No struggle had taken place here. On the pallet where they had laid her when Spider-Woman arrived, the Wasp lay silent.

Janet stirred and opened her eyes.

Peter froze. He heard Spectrum's sharp intake of breath as she, too, saw the motion. Outside, Hawkeye said, "What? I'm coming in."

He pushed in between Peter and Spectrum, both still gaping at the sight of Janet as she stretched and rubbed her eyes.

Sitting up on the edge of the pallet, the Wasp said, "Oh. Are we...how did I get here? This isn't the base."

Broad smiles broke across Hawkeye's and Spectrum's faces. Peter smiled, too, but with less enthusiasm. He was already piecing together what must have happened. The Wasp was awake again and healed, while Zsaji was so depleted of strength that her life was in danger. Surely this was no coincidence.

"Long story, Jan," Hawkeye said. "Man, it's good to see you up and around."

"We have to tell everyone," Spectrum said.

"Where are they?" Janet asked.

"Well, they're all hanging around at Doom's base waiting for us to come back with your body," Spectrum said.

"Doom's base...wait. My body?"

"Spider-Woman brought you here," Hawkeye explained. "She found you dead, more or less, in a swamp. Um, near Denver."

Wasp looked from one of them to the next, more confused the more they told her. "Spider-Woman? Denver?"

"We'll fill you in on the trip back to Doom's base." Spectrum reached out a hand and Wasp took it, standing up, then bouncing down into a crouch to test her legs.

"I feel...well, I feel good," she said. "Did you say I was dead?"

"Zsaji healed you," Peter said.

Again, she looked confused. "Who's Zsaji?"

Peter led them outside to where Zsaji lay, unconscious. "This is Zsaji," he said.

Wasp knelt beside her and touched Zsaji's arm. "How can I thank her?" she asked quietly, and Peter shook his head. Wasp was crying a little as she pressed her hand over Zsaji's. "She has to get better," she said.

"I believe—I hope—she is only in need of rest," Peter said. He did not say what he feared, that Janet's life had come at a terrible price, but Janet understood. She nodded and stood up. She struggled to compose herself as she turned back to Hawkeye, and Peter understood why this woman led the Avengers on Earth. Her will and compassion were obvious.

Peter bent down to Zsaji. Other villagers gathered to watch as he picked her up, cradling her gently. He carried her to her hut and laid her down where Wasp had been a minute ago. He touched her cheek. "Come back to us," he said softly, before going back outside.

Hawkeye and Spectrum were getting Wasp up to speed. "So now we're trying to figure out how to handle Galactus when he fires up the machine he built," Spectrum was saying.

"But Doom is out of the way? Is everyone else all right?" Janet asked.

"She-Hulk was badly hurt when she went...ah, how do I put this?" Hawkeye said. "I don't want to make you feel bad, but she went on a solo revenge mission to Doom's base after you, um, died. It didn't turn out so well."

"Oh my God," Janet said. "We have to go there. Come on. We have to go right now. Peter, you come, too."

"No," he said. "I will await the rest of the X-Men. They will be here shortly."

“You sure?” Hawkeye asked. “Hate to leave you here by yourself.” He shot Peter a look, and Peter knew Hawkeye was also cautioning him against doing anything about his feelings for Zsaji.

Was he that transparent? Perhaps so.

“I must wait for Professor Xavier,” Peter said again. “I am glad to hear you were successful against Doom. We will meet again.”

“Absolutely,” Hawkeye said.

Peter watched them go, trying not to feel that Zsaji may have traded her life for the Wasp’s. That if Zsaji could be well again, she could be his.

No. I love Katya.

Again Peter started to walk.

CLINT BARTON

The arrow. Clint had it back in his quiver, clean and ready to be used again. He wasn't sure he would, though.

He could shoot like nobody else. Even Bullseye. He was smart, tough, loyal—and surrounded by colleagues who could move mountains, bring down lightning, and cobble together next-gen technology using paper clips and bits of string. He didn't belong. When the chips were down and the bad guys had super-powers, Hawkeye was still a carnival act. Always had been.

Until Battleworld.

He'd been scared when he saw Piledriver coming at them, because he'd picked the wrong arrow. He didn't have one that would shock Piledriver like a whole police department's worth of Tasers, or one that would explode, or any of the other fancy ones he'd spent years assembling. He'd just had a plain old broadhead, like he was about to take down a deer instead of a charging member of the Wrecking Crew.

Clint had seen Piledriver shrug off automatic-weapons fire. He'd seen Piledriver stand up again after taking a punch from the Hulk. Whatever you thought about his fake country-boy schtick, Piledriver was one tough SOB. His skin was almost Luke Cage-like in its ability to resist puncture. That wrong arrow should have been a fatal mistake.

But the arrow had punched right through Piledriver's shoulder. Like magic.

A dream come true.

It hadn't been a mistake at all, he realized. It had been Battleworld, giving him a taste of what it was like to be granted his fondest wish.

FORTY-ONE



SO EVERYTHING'S *pretty hunky-dory*, Spider-Man thought.

Spectrum and Hawkeye had returned with Wasp, good as new and spoiling to get back at the Wrecking Crew. It was too late, though, since they were all stuck in cells before she got there. She-Hulk was in some kind of healing tube Reed had found. Hulk was still mad at himself for falling off the watch, but that wasn't too unusual. Hulk was always mad at someone.

Cap had apologized to the group for not having paid close enough attention to She-Hulk's concern for Wasp, but Reed straightened him out. Everyone was on the same page, pulling together. And Doom was staring into space in his cell like he didn't know any of them were there.

Kind of like Galactus, Spider-Man thought. But that comparison kind of made him think Doom was just biding his time—like Galactus surely was. He didn't like the negative

thought—but the truth was, it had been pretty hard to keep a smiling face since Reed had cannibalized his web-shooters for parts down under the mountain, and now Reed had priorities besides replacing Peter's lost equipment. He didn't feel like he could really contribute, even if he *had* managed to handle Titania. His spider-sense couldn't do much if he couldn't swing out of the way.

At the moment, though, they had a breather. Reed was fixing Iron Man's armor and adding a few new flourishes of his own thanks to the super-advanced technology suddenly at their disposal. Spider-Man couldn't help but laugh at the way Reed simultaneously complimented Tony Stark's brains and tried to outdo him at his own game. When they got back to Earth—Spider-Man was an optimist, or tried to be, and he had to believe they'd figure out a way to beat the Beyonder at his own game and go home—Tony was going to see this new armor and disappear into one of his workshops for weeks until he could come back out with something even better. Egghead rivalries. Spider-Man was smart, but he didn't have that competitive juice on which guys like Tony and Reed seemed to thrive.

Anyway, his biggest problem right then was that his suit was shredded from the fight with Titania. He didn't think a place like Doombase—they really needed a new name for it—would have a needle and thread lying around, but he was looking anyway because he didn't have anything better to do.

He bumped into Thor and the Hulk during the course of the search, and noticed that Thor's cape looked good as new. Even the ragged edges of the Hulk's pants seemed sharp somehow. "Hey, fellas, where'd you find the tailor?" he asked.

"The Hulk discovered a machine," Thor said. "It restored my garments as if it knew somehow the way they should appear."

“Yeah,” the Hulk said. He jerked a thumb over his shoulder. “It’s right down the hall.”

“Score,” said Spider-Man, and headed that way. Finally, some luck. He could get his costume fixed up without stabbing himself in the thumb with a needle like he usually did.

He found the room Hulk mentioned by virtue of it being behind the only door down that hall. There were a bunch of machines in it; one of them had a spot where you could sit down, kind of like a backwards barber chair, with an inverted bowl over your head. That had to be the one—none of the others looked large enough to take a human being’s measurements. Spider-Man sat with his head under the bowl. For a few seconds, nothing happened. He concentrated on a mental image of his costume, all spiffed up and ready for crimefighting.

The machine emitted a brief humming sound, and a small black sphere about the size of a golf ball materialized on the console in front of him. “Huh,” he said. “That sure doesn’t look like a costume to me.”

Maybe there was a step Hulk hadn’t told him about. He picked up the little black ball, and two things happened at once.

One, his spider-sense started tingling like mad.

Two, before he could let go of the little ball, it morphed itself into a skin-tight black coating that wrapped around his hand. “Hey!” he said, like it could hear him. The black covering crawled up his arm. In another few seconds it had completely covered his body, just like his old costume—only this one was all black. It was a slicker, more urban-style look than Spider-Man had contemplated. The spider design on the chest was different, too—all white with legs that extended over his ribs in a zigzag pattern, similar to the emblem on Spider-Woman’s costume.

“Man,” he said. “I didn’t know I was thinking of this, but I kind of like it.” He was, after all, a New Yorker.

He caught a look at himself from different angles in the shining metal surfaces of the machines surrounding him. *Yeah. I look good.* Time to go show the rest of the gang so they could admire him. *Spider-Man 2.0, baby.*

He reached the doorway just as an earthquake shook the base, nearly knocking him over. Or was it an earthquake? Were they under attack? There was nobody left to attack them but—

Everyone! This is Charles Xavier. You must come at once! It has begun...Galactus is devouring Battleworld!

Right, Spider-Man thought. Just what I was about to say.

FORTY-TWO



THE TIME had come, as Magneto had known it would.

They had arrived and found Colossus sunk in a morass of self-pity in the village. He recovered sufficiently to take part in their preparations, but those were as yet unfinished when Galactus powered up his planet-destroying machine with a rumble that shook Battleworld to its core. In the village, huts collapsed, and the villagers ran to open ground. The X-Men and Magneto gathered and hastily sketched out a plan.

Storm took to the air, accelerating to an altitude well above the mountaintop where Galactus had begun his work. Rogue flew straight at Galactus on Xavier's telepathic order, while the rest of the team drew together for a direct assault. Even through his helmet, Magneto could hear echoes of Xavier's commands. Such was the force of his telepathic power—and the intensity of his fear.

For fear it was. Xavier knew they could not defeat Galactus. So did Magneto. They were insects fighting the sole of a boot.

He had hoped that Galactus' activities were a diversion, that he was pretending to prepare for Battleworld's destruction as a way to draw out the Beyonder. Apparently this was not the case, and now they faced the prospect of trying to interrupt the process directly.

Magneto held out little hope that this endeavor would be successful.

Still, he watched and made himself ready as Storm hovered in the distant sky. Thunderheads gathered around her, swirling and black, with lightning flickering inside them. Galactus took no notice. His absorption in the operation of his machine was complete. Storm raised her arms and brought down lightning on the mountaintop. The accompanying thunder deafened Magneto for a moment, and the flash of the lightning left jagged afterimages in his vision. Hundreds—thousands!—of lightning strikes, in the space of a few seconds, pounded Galactus and his machine. Titanic rockslides that shook the ground blasted away much of the mountaintop.

But when the maelstrom cleared, Galactus still stood at his machine. Even Storm's mightiest assault had not distracted him.

As Rogue approached, a metal spheroid rose from Galactus' machine and flew toward her. Its surface was dimpled with circular apertures that projected red cones of force similar to Cyclops' gaze. The first of these shots stopped Rogue in mid-flight. She rebounded and attempted to circumvent the spheroid, but it knocked her out of the air with another force beam and continued on its course toward the X-Men. Yet another beam lanced up to strike Storm and send her into a momentary free fall before she gathered her equilibrium.

“Erik!” Xavier called. Yes, Magneto thought. *It is close enough now.*

He reached out and seized the spheroid, holding it where it was with the latent energy of its own magnetism. He could not prevent its projector lenses from operating, however. Force beams hammered down among the X-Men, one knocking Xavier to the ground as Wolverine and Nightcrawler barely dodged another. It fired at Magneto as well, and he was narrowly able to redirect the beam around him only by intensifying the electromagnetic waves emanating from the ground at his feet.

Nightcrawler vanished and reappeared clinging to the spheroid and hammering uselessly at its surface, trying to keep his body positioned so its projectors could not knock him off. “Get offa there, elf!” Wolverine shouted. “You’re gonna get yourself killed!”

Nightcrawler rejoined them with his familiar *BAMF* and immediately dodged another force beam.

There is no time! Xavier called to all of them. He was struggling to his feet again. *We cannot waste our energies on this device. We must engage Galactus directly!*

“Scott Summers,” Magneto said. “Perhaps we might begin a counteroffensive?”

Cyclops’ optic blast scored a direct hit. Crimson energy washed around the spheroid but did not appear to damage it. Magneto seized it again and held it, attempting to crush it into itself. But even his powers had their limits. Galactus had created a metallic object that Magneto could not destroy.

Humility was an unfamiliar feeling to Magneto. He disliked it.

“Wolverine, prepare,” he said. “I will draw it down, and your claws must do the rest.”

“Quit talkin’ and start doin’,” Wolverine said.

The spheroid resisted him, but Magneto steadily pulled it closer. Soon it would be within range of Wolverine's claws.

The spheroid hummed and clicked. Its force projectors spun and swiveled into a new configuration. Magneto felt something change in the magnetic field linking him to the spheroid. It was reconstituting its very substance, changing from a drone to a—

Fire and light exploded around them.

JAMES RHODES

Rhodey had played Iron Man a couple of times before. A few days here, a week or two there. Stark's understudy, that's what he was as far as S.H.I.E.L.D. and the Avengers were concerned. He wasn't a genius, he didn't have the mutant gene, he couldn't do magic or tap into reservoirs of energy from another dimension. He was just a guy. Sometimes he was the guy in the Iron Man suit. Like now. Only now, on Battleworld, it was different.

Nobody had told Rhodey they were disappointed to find out it wasn't Tony in the armor, but he could tell. They saw him as Tony's pal—the military straight arrow who once in a while subbed for his genius-billionaire-playboy-philanthropist friend, and then knew when to step back out of the spotlight and let the real heroes take the glory.

That was before, though. That was on Earth. Here, on Battleworld, they were doing just fine without Tony Stark.

Rhodey wanted them all to remember that when they got home. Being Iron Man wasn't about being able to build the suit. It was about being the hero once the suit was on. Tony Stark didn't have a monopoly on that.

Then the ground shook, and Rhodey heard an explosion. The big show was coming. His time was coming, too.

James Rhodes was Iron Man.

FORTY-THREE



REED RICHARDS was the first to spot the explosion. Ten miles away, a mushroom cloud rose and ballooned over Galactus' machine and the devastated mountaintop, parting the rainclouds recently drawn together by Storm's powers.

"That's some kaboom," Ben Grimm said. Reed turned to Ben and noted he was again the Thing. Ben had resumed his stony orange form during the trip from the (former) Doombase to the village below Galactus' mountain. It was unclear to Reed how much control Ben had over the process, if any. He suspected that Ben's transformations were somehow related to the nature of Battleworld. Xavier could walk, Hawkeye had—

"Guys!" Spider-Man shouted. "Look!"

Reed turned around, expecting to see Spider-Man pointing to some threat outside the ship, but instead he was zipping tiny threads of webbing all over the place back in the

passenger compartment. "I can shoot webs again! Man, this suit!"

Add that to the list, Reed thought. It appeared Spider-Man's new suit had incorporated the functionality of his web-shooters. How had the machine known to include that? Clearly by reading Spider-Man's mind. Yet it had not given him exactly what he asked for.

Instead it had given him something...better? Different, at least. Battleworld's idea of what Spider-Man should *want* to be.

Reed was curious how many other members of the team were experiencing small differences in their powers. The one person he could safely say had not had his wishes granted was the Hulk, who had spent the entire trip from the base sitting apart from the rest of the group. Reed had spoken to him briefly as they were leaving to assist the X-Men, and he knew the Hulk was having trouble grappling with the erosion of his mental faculties. "I don't want to be a dumb monster again," he'd said. "But I don't have the same kind of rage I used to have, either. I'm not as strong and not as smart. Pretty soon I'll just be a big green idiot...like you all thought I was all along."

"I didn't," Reed said. "I always suspected there was more depth to the Hulk."

"Maybe there was," the Hulk said. "But there won't be for too much longer."

Reed had left him alone then. Through the years he'd known both Banner and the Hulk, he'd learned not to press conversations with either of them. They reacted badly under pressure but often came to the correct conclusions of their own accord.

Thor sat with the Hulk now. Reed couldn't hear what they were saying. Next to him, Ben was piloting the ship. "I'm so glad to be the Thing again I could kiss the next person I see," he said. "Let's get to the clobberin' part of the agenda."

“Not to rain on your parade, Ben, but I always thought you wanted to be a regular man again,” Reed said.

“You know what I figured out, Stretch?” Ben said. “If Alicia loves me when I’m made out of orange rocks, then the rest of the world can take a long walk off a short pier. I am what I am. Plus, I ain’t no good to the team if I’m just Ben. There’s an upside to being the Thing. I guess I knew that before, but it’s more obvious now.”

“Glad to hear it,” Reed said. He stowed that away, too, in his file of Battleworld phenomena.

They dove down into the valley harboring Zsaji’s village and confronted the sobering sight of utter devastation. The explosion had been centered about halfway up the shoulder of the mountain, it appeared. Rubble was strewn throughout the valley, house-sized stones flung hundreds of yards and entire cliff faces collapsed into scree. Above, on the mountaintop, snaking tendrils of biospheric energy converged on Galactus’ machine, reaching from a dozen points on Battleworld’s surface.

“Suddenly our odds don’t look too good,” Ben commented.

The ship veered sharply to one side as one of the biospheric tendrils coiled near it. Alarms chirped. “I’m gonna set her down,” Ben said. “This ain’t a good place to be flying.”

It isn’t a good place to be fighting, either, Reed thought. The X-Men had disappeared, not a single body or shred of clothing left behind. Reed suspected the worst; with a heavy heart, he was reminded that the rest of them had little chance of faring better.

They gathered just outside the ship, a few hundred yards downslope from the plateau supporting Galactus and his machine. Red and crackling, Battleworld’s biospheric energy drained from the planet in the direction of the machine. Reed did not know how long it took Galactus to consume a planet.

He also did not know whether Battleworld would take longer because of its unique nature.

The one thing that was apparent to all of them was that they didn't have much time to work out every detail. Frustrated, Reed searched for a weakness in the Beyonder's plan. Why had he involved Galactus? The same rules could not possibly apply to him as the two groups of humans. He would not be swayed by the Beyonder's promises. He was not mortal, vulnerable to ambition or regret or jealousy. Had Galactus' inclusion been a mistake? Was the Beyonder simply insane, immune to rational considerations of his motives? How could the Beyonder appeal to a cosmic being?

What could Galactus want?

He shoved the question into the back of his mind. It was time to fight. If Galactus could be distracted long enough for a conversation, Reed would put the question to him then.

As a group, they charged up the mountain. Small satellites shot from Galactus' machine, deflecting the heroes' attacks and slowing their approach. The weapons seemed to be wholly defensive, as the beams they projected did little actual damage. "These devices could be what caused that last explosion, so treat them carefully!" Reed called out. "Avoid them if you can! Spectrum, decoy them with your speed!"

She did, moving fast enough to draw their attention but not so fast that they abandoned tracking her in favor of slower targets. Taking advantage of the opening she had created, Rhodey dipped and swerved through the picket line of satellites. He handled the Iron Man armor quite well, Reed thought—and of course Reed himself had improved the flight-control system while he was repairing the suit back at Doom's base. The others were having more trouble making progress without attacking the satellites directly, but Spectrum's diversion was proving effective, and Reed was

able to stretch around most of the targeted blasts. Slowly they closed the distance to the mountaintop.

Rhodey was the first to reach striking distance of the machine. He arced around to the side opposite where Galactus stood. Reed saw the flash of repulsor beams and a larger explosion as he damaged part of the machine.

"Yeah!" Ben yelled. "We got a chance!"

"We can win this battle! Press while we can!" Captain America shouted, rallying the team forward. The satellites all flew in pursuit of Rhodes, responding either to the damage he had caused or an undetected command from Galactus himself—who as yet had given no visible sign of noticing their presence.

We can win, Reed thought. *Yes.*

And then insight struck. "Wait!" he said. "That's the answer! Stop! All of you, stop!"

"Stop? Now? We're about to break through!" Captain America responded.

"Yes, I know," he said impatiently. "But we cannot. This is part of the Beyonder's game. This is the heart of it. It all centers on Galactus! We have to let him consume Battleworld," Reed said.

"This isn't really the time for comedy," Spider-Man said. "And I ought to know."

"It's not a joke, Spider-Man," Reed said. "Think about it. If you are Galactus, what defines your existence?"

"I think we can all tell the answer to that, Stretcho," said Ben. "We're lookin' at it."

"Exactly. Galactus is a slave to his hunger. He is driven to consume planets not because he wishes to, but because he must. Follow that through—what must be Galactus' fondest desire, then?"

He saw the realization break over their faces. The satellites held their positions nearby, waiting for the heroes

to attempt another attack.

Spectrum was the first to put their collective understanding into words. "If Galactus wins the game, he'll ask the Beyonder to take away his hunger."

"Yes," Reed said.

"Well, you know, we're probably all going to die if Galactus eats Battleworld," said Johnny Storm. "Thought I should get that part of it out in the open."

"Johnny, that's why we're here. We've been chosen as a test to see if we will make the right decision. Billions of lives will be saved if Galactus can free himself of his hunger. Perhaps trillions. Is that not worth any sacrifice?"

But even as he spoke the words, Reed thought of Sue. And Franklin.

Rhodey's voice crackled through the Iron Man mask. "And what if the Beyonder doesn't pay up?"

"Then Galactus will be so powerful from consuming Battleworld that he will destroy the Beyonder," Reed said slowly. He did not like advocating this plan. But he would not shrink from it. "One thing we do know about Galactus is that he honors bargains, and that he despises those who do not," Reed said. "Earth wouldn't exist if that weren't true."

"So we all came out here to die," Hawkeye said. "Figures."

"I already died once," said the Wasp. "The rest of you have some catching up to do."

Spider-Man groaned. "Like I said, people. Not the time for comedy."

"It's the only way forward," Reed said. "The only thing that makes sense."

Before any of them could respond, a wave of invisible force swept over the team, forcing them back. All of them except Reed. He stood alone. "Richards," Thor said. "It seems Galactus has taken notice."

They all looked. Galactus turned toward them. "I don't like this," Spider-Woman said. "Nope. Don't like it at all."

A moment later, Reed was gone.

FORTY-FOUR



REED knew at once he was on Galactus' ship. It was an indescribable marvel, filled with technological wonders he might have spent his life unraveling—yet at the moment he didn't care. He had one goal: to get home—or if he could not get home, to make sure his family survived.

Something shifted around him; he now found himself in an immense space, standing on a platform at the far end of which sat Galactus' throne. Held in a stasis field off to one side, hovering in midair and so large he could not see its end, was the machine Galactus was using to draw out Battleworld's biospheric energies.

"Reed Richards," Galactus said. "Welcome to my home."

"I am honored," Reed said.

"Perhaps you wish to view your home."

"Very much so," Reed said.

An image appeared before him: Sue, with young Franklin. Reed was struck by how ordinary the image was. A woman and child, living their lives. It hit him hard, because he rarely thought of what he and Sue had sacrificed to become half of the Fantastic Four.

But it was worth it, he thought. They had done true good in the world, and they were obligated to use their powers to protect those who had none.

"Yes," Galactus said.

"I shouldn't be surprised that you're reading my mind, I suppose," Reed said.

"I am no judge of what should or should not surprise you. Hear me, for I will be brief. You are a force for life, Reed Richards. I am an instrument of death. We are as we are. The universe requires us both."

After a long, silent pause, Reed said, "You were, in fact, brief."

"There is no more to say. Return, and choose."

*

Just as seamlessly as he had been drawn away, Reed found himself standing again among his comrades. Only now there were more of them: The X-Men were climbing out of a hole in the side of the mountain. "Reed Richards," Magneto said. "We were just hearing the tale of your disappearance—and that of Galactus and his machine."

"Looks like you have a tale of your own," Reed said, smiling in relief. "How'd you survive that explosion? We saw it from the other side of the mountains."

"A shield of my creation," Magneto said. "Though it took us some time to recover, and then it was necessary to dig out from under the significant portion of the mountain that collapsed upon us."

"So now everyone's had a mountain fall on them," Spider-Man said. "Battleworld's real scrupulous about being even-handed with its misery."

Magneto ignored him. "Did you converse with Galactus?"

"I did," Reed said.

"And?"

"I don't know. He said I was a champion of life, and that he was an instrument of death. That's not much of an instruction manual for what comes next."

"It makes sense to me," Captain America said. "We don't get to be champions of life if we stand around letting everyone on Battleworld die."

"What if it means billions of others live?" Reed asked. "Are we so much more important?"

"I don't buy it," Rhodey said. "If Galactus really wanted to win, he'd smoke all of us and then take the fight to the Beyonder. He's not doing that, so there's something else going on."

"Agreed," said Spectrum. "He's got another plan. This is just a snack to get his energy up."

"The only other option would be to go after the Beyonder," the Hulk said.

"That's right," Spectrum said. "That's what Doom wanted to do. Looks to me like Galactus thinks it's a good idea, too."

"So what do we do, sit around and wait to see which of them gets there first?" Hawkeye asked. "That doesn't sound like us being champions of life."

"Look, for all we know the fight's happening right now," Wolverine said. "I mean, Galactus isn't even on the mountain anymore."

"Then we can sit tight until he's back and hash this out then," Rogue suggested.

“Whatever happens,” Captain America said, “I want to say I’m proud to see us all back together. The X-Men—and you too, Magneto—did us a big favor covering while we went to rescue She-Hulk. We can’t let Battleworld divide us again.”

“And we shall not,” Xavier said. “Before, I thought it necessary to separate our groups so we could maintain the autonomy of each, rather than subjugating one to the other. Now it seems we have each learned lessons about how we might have benefited from remaining united. I was mistaken.”

“As long as you have it figured out now,” Captain America said. “We don’t have time for hard feelings.”

The entire group gathered together as the rest of the X-Men climbed or flew or teleported out of the hole. “Now,” Captain America said, “When and if Galactus reappears, what is our plan?”

“Better decide fast,” Wolverine said. “Look up at the mountain.”

They did. Galactus was back. So was his machine.

FORTY-FIVE



THEY had put Doom in a cell, and he had not bothered to resist. It would have been pointless at the time.

Galactus had discovered his presence. Doom recalled again the sensation of the cosmic being's awareness, a brief pressure that had startled him and interrupted his work aboard Galactus' ship. An instant later, Galactus had ejected him thoughtlessly and violently. Doom had returned to his chambers, his armor scorched and his body beaten down. And then the Avengers had arrived.

Doom could have rallied, but acquiescing for the moment was by far the most efficient way to gain time to think and gather strength. His fight was not with these petty humans, but with those who held true power.

Doom's armor was still damaged, but he had built a shielded emergency power capsule into the lower leg. He activated it now and assessed the armor's function. It would

do. The sort of battle he anticipated would not be won or lost by force, but by will and intelligence. In or out of his armor, Victor von Doom had ample supplies of both.

The armor, however, did make it much easier to shatter the door of his cell so he could once again walk freely about the corridors of Doombase. He passed the rest of his servants, imprisoned in their own cells. They cried out for him to free them, but he ignored their pleas. They were no longer of use. When he had needed to counter the attacks of the X-Men and Avengers, he had required numbers. Now he needed only one of them, for the key to defeating the Beyonder was Galactus' ship. This was the conclusion he had reached during his reflection in the cell.

And the key to commanding the power of Galactus' ship was Ulysses Klaw.

He released Klaw, who babbled an incoherent thanks. "Free like a bee to be meeee, ee, what's the plan?" Klaw followed Doom into the research area where he had created Volcana and Titania. Their captors were absent—so much the better. Doom had little time for distractions. "Plans make for winning, yes they do do Doom," Klaw cackled.

"Lie on that table," Doom ordered him. He did so immediately.

Doom arranged a microbeam-laser assembly over Klaw's supine body. "I am going to dissect you, Klaw. You are not to move while the procedure is in progress."

"Dissect me? Just don't reject me. Protect me," Klaw said.

Doom began cutting. He dispensed with Klaw's limbs first, depositing them on an adjacent table; improbably, Klaw began to giggle. "Doesn't hurt when your nerves are inert because you're made of sound, ound," he said. "It tingles, ingles!"

On he babbled as Doom racked the laser back and forth across his torso, shaving off millimeter-thin slices of Ulysses

Klaw one by one. When Klaw's head was all that remained, he shut off the laser. He had perhaps five hundred usable cross-sections of Klaw's body, ovoid slivers of pure sound. They would resonate at the same frequency as they had when they were within the walls of the World-Ship, and that was the key to Doom's plan.

He was well aware that execution of the plan could kill him. That had been the case with every action he had taken on Battleworld. When one played for the ultimate prize, one had to risk the ultimate stakes.

The slivers went onto a levitating platform that Doom sent to another chamber within Doombase where the windows had the best angle on the looming World-Ship. He saw via the wall-spanning monitors that Galactus' machine was radiating pure energy, indicating it must be well advanced in its work of leaching Battleworld's biospheric energies. Good. Galactus would be attentive to that, and therefore not to Doom.

He also saw, in the space beyond the immensity of the World-Ship, a crescent of light. The Beyonder had opened another rift in space-time. Was he preparing once again to communicate with them? Or did he sense the endgame's approach and wish to observe it directly? Whatever the cause, Doom understood that he now had the means to approach the Beyonder directly. He had failed on the previous attempt, suffering the same fate as Galactus.

This time, however, the outcome would be different.

"Klaw," Doom said. "Are you able to move your hand?"

Klaw's head lay on the cutting table. On the adjacent table, the fingers of one hand wiggled. "See how I can move it, groove it, make the fingers wiggle iggle," he said.

"I am going to place your hand on a button, Klaw," Doom said. "When I give the command, you will press it."

"I'll press it, won't regress it, more or less it," Klaw said.

Doom put Klaw's hand exactly where he wanted it. "Do not move your hand before—"

"Your command," Klaw finished. He started to cackle, and Doom left the room.

On the monitors, he saw the heroes gathered together. Surely they were planning an attack on Galactus. Just as surely, it would not matter. Even so, he hoped they did attack. Every iota of distraction increased the probability that Victor von Doom, and not Galactus, would triumphantly face the Beyonder and demand his prize.

FORTY-SIX



AS FAR as Steve Rogers was concerned, the reappearance of Galactus and his world-eating machine meant the time for conversation was over. He wasn't going to sit back on a chance and let these people die. "We're going after him," he said.

"Hold on, Cap," Cyclops said. "Didn't you listen to what Reed just told us?"

"I listened," Cap said. "Sounds to me like Reed doesn't even know for sure what Galactus meant. If that's the case, I'm going to make my own decision. We don't know what will happen if Galactus wins. We do know what will happen if we win. That's all I need to decide."

"Count me out," the Thing said. "If Reed thinks we're supposed to sit this one out, that's good enough for me. One less monster made outta orange rocks isn't going to make any difference to the universe."

“Quitter,” Hawkeye said. “After all this, you’re going to bail now? That’s the coward’s way out.”

The Thing stepped closer to Hawkeye. “Say that again.”

“Back off, Hawkeye,” Johnny Storm warned.

“You should back off yourself,” Colossus interjected. Both Johnny and Ben glared at him.

“And you two should end your feud over Zsaji,” Xavier interrupted. “Do you not see that you have been beguiled by her healing powers? Peter, when have you ever been led by a passing infatuation? Johnny Storm, I do not know you as well, but I have touched your mind. Your feelings for Zsaji, like Peter’s, are a consequence of her healing touch.”

“I kinda fell for her myself for a minute,” Spider-Man agreed.

“Me, too,” Hawkeye admitted.

“You see?” Xavier said. “We are all vulnerable to Battleworld, for it senses and amplifies our desires. It makes us believe in our wildest dreams, and then sometimes it makes them come true. Does it not, Clint Barton?”

“Yeah,” Hawkeye said. “It does.”

“So it has for me as well,” Xavier said. “I do not know if I will still be able to walk when we return to Earth, but...” He paused, gathering his words. “It has been a long time since I have felt such exhilaration. This was also another reason for my separating the X-Men from you others. The dream of autonomy, of operating free from the stigma of mutant or outlaw...but again, though Battleworld can grant wishes, it seems, still some of our desires must be subordinated to the greater good.”

“Are we all on the same team again?” Steve cut in. “I mean, I hate to interrupt the group therapy, but Galactus is about to eat this planet out from under us.”

He turned and marched away up the mountain. On foot and in the air, the others followed. Steve glanced back and

saw Ben and Reed watching them.

"They're going without us, pal," the Thing said gravely. Reed nodded.

"Whatever my misgivings, we cannot leave them to this alone," he said. Ben and Reed followed Steve up the mountain. United, the heroes went to face Galactus.

This time, Galactus didn't rely on his drones. When they started to get close, he turned away from his machine and raised his arms. A storm of force rolled over them, knocking many of the heroes down and causing the rest to seek cover. But it wasn't the same power he'd shown when he flicked them all away from Reed earlier, Steve noticed. Either he was getting weak, or he was distracted by the energy-extraction process—or something else was going on that Steve couldn't understand, and probably wouldn't even if it were explained to him.

When the force wave passed, the Hulk charged ahead. "Sick of getting pushed around!" he roared, sounding more than a little like the old, rage-driven Hulk. "I'm gonna—"

An energy blast from Galactus' eyes cut him off and blew him back down the slope. Thor caught him before he could tumble over the edge of a cliff down into the village. The rest of the group forged ahead. "Think it's a good sign that he's paying attention, Cap?" Cyclops asked.

"I have no idea," Steve said.

Ahead of them, Johnny and Rhodey hit Galactus with fire and repulsors. From the cliff edge, Thor wound up and let fly with Mjolnir, which slammed into Galactus' helmet and seemed to stagger him momentarily. Steve, along with the rest of the group that couldn't fly, was close enough to engage now. He threw his shield and watched it ping off Galactus' knee as Galactus shifted his weight and tried to step on Spider-Man. Explosions went off on the other side of the machine as Rhodey hit it with Iron Man's unibeam. In all the chaos, Steve didn't hear what Reed was shouting right

away. In a lull between impacts and explosions, he caught the gist.

“Reed says leave the machine alone!” he shouted. “Focus on Galactus! The machine doesn’t matter!”

As Reed said it, Galactus rose from the ground. Rogue slammed into him with all the force she could muster. He ignored her. He also ignored Mjolnir, Steve’s shield, and the lightning Storm threw at him. He accelerated straight up, becoming a tiny dot in the sky—and then, as he got farther away, seemingly growing larger. “What the hell?” Cap wondered out loud.

“He changes his size at will,” Reed said next to him. “Typically he is larger when he is stronger. This isn’t good.”

Galactus disappeared as he reached the World-Ship. “He ran,” Steve said. “That’s good.”

“No, I don’t think so,” Reed said as the World-Ship began to glow. At the same time, the machine on the mountaintop went inert. The coiling ropes of biospheric energy faded away.

“He’s not draining Battleworld anymore!” Spider-Woman said. Everyone looked happy about this—until they saw Reed’s face.

“We’ve made things too complicated down here,” Reed said. “He’s decided to devour the greatest energy source at his disposal instead—his own ship.”

“So we forced his hand,” Cyclops said. “I don’t see what’s wrong with that.”

“Don’t you? We’ve lost,” Reed said. “We can’t touch Galactus anymore. All we can do now is watch and see whether the Beyonder or Galactus wins.”

The sky over Battleworld blazed as the World-Ship was converted into energy. In the quadrant of the sky opposite the afternoon sun, they also saw something else.

The blackness of deep space, uninterrupted by stars, had again torn open, and the Beyonder's other-dimensional light shone through.

FORTY-SEVEN



DOOM had been correct. His volcanic diversion, together with the heroes' ill-advised but fortuitous intervention, had turned Galactus' hunger on to his own ship. Even now it was undergoing a transformation into the fundamental energy known as the Power Cosmic—Galactus' only source of sustenance, that for which he incessantly hungered.

"Now!" Doom commanded.

"Ow, ow, ow," Klaw echoed, the sound of his voice reverberating through the row of amplifying lenses Doom had constructed out of Klaw's body.

The array of lenses activated, creating a concentrated beam of vibratory energy that reached out in a thousandth of a second across the distance from Doombase to the World-Ship. Resonating with the remnant energy in the ship's structure, the beam redirected the Power Cosmic—shunting it away from Galactus and into Doom!

It was a feeling beyond pain, beyond pleasure—beyond anything that the word *feeling* could express. Doom remained Doom, but what it meant to be Doom was now different. The Power Cosmic imbued every atom of his being, linking him with the universal substratum of reality. Doom opened himself to it, knowing that to resist would mean annihilation.

It was over in an instant.

He looked at the array of lenses and saw every vibration inherent in each one. Turning his attention across the room to the head of Ulysses Klaw, he formed the intention to move. In response to his intention, the world moved around him. The floor rippled and folded, while the table holding Klaw's head remade itself closer to Doom. What was happening? He was standing next to Klaw, who watched in awe *raw and saw pitch roll yaw*

The thoughts *um thoughts um flotsam* of the disembodied *la di disembodied* head *bled fed* flooded Doom's mind *wind blind find*—

—and he pushed them back out. *Ah!* The Power Cosmic had made his will part of the physical world itself, and every mind within it! He had to disentangle himself before the human root of his consciousness dissipated into an intermingled world-soul, so diffuse that it could no longer be an individual. This was power that no ordinary human could possibly control.

But Doom was no mere mortal. He formed himself. He built a wall around the mind that called itself Victor von Doom, sectioned off the memories and experiences and sensations that had made him who he was. As he did so, the world settled back into place. He was separate from it once again.

Still he could feel the minds and emotions of every one of his servants imprisoned many floors below. Their rage, their envy, and their darkest secrets were all his to know—

and to scorn for their pettiness. He was beyond such as they, and perhaps always had been, but now the difference was made clear.

Klaw was yammering; though Doom made no conscious note of his syllables, he entertained Klaw's desperate appetite for attention.

"Yes, Klaw," he said. "I now control the Power Cosmic. My mind has expanded to touch all of reality simultaneously, yet I also feel the subatomic dance of every particle that composes my body...and yours."

"Mine's fine, pieces all in a line, not going to whine over sine and cosine until I get to recombine—"

Doom did not tell Klaw to be silent—but when he wished it, Klaw ceased raving. He sensed an intruder who a moment ago had not been present. "Ah. Spectrum," he said. "You have already communicated with Xavier. I hope he is satisfied with the exchange as it stands, for it will proceed no longer."

With a thought, he rooted out the source of her power to become light and turned it against her. "You have traveled at the speed of light. Now your light has become as matter frozen in place, never to move again. Let it never be said that Doom has no appreciation for irony."

The woman froze in the corner of the room, her form shimmering and nearly transparent.

Then he considered what to do next. He had usurped the power of Galactus; only one task remained.

Yet was it possible that he had already achieved all that he might? With such power as he already possessed, Doom could command the billions of microscopic sparks that created the human mind. He could transform matter into light, and light into matter. He could bend the very fabric of reality to his will. He saw and felt and thought everything. Omniscience was his!

But only in this universe. The gleaming rent in space-time beckoned to something still greater. The Beyonder watched. Surely he must have known the power Doom now possessed, and he awaited Doom's next action.

Every life on Battleworld was Doom's to command. He could erase them all with a thought, and then present himself to the Beyonder for his prize. Yet what could he wish for that was not already his?

The answer was nothing—at least nothing the Beyonder would willingly grant. Doom now knew himself to be the most powerful being in the universe—save perhaps the Beyonder himself. Knowing that, he realized his goal was the same as it had been when first he conceived of turning the Beyonder's game to his own advantage. He would not be second-best. He would not go to the Beyonder as a supplicant, begging for a reward.

He would go as one who demanded tribute. And if the Beyonder did not yield it up, Doom would destroy him as well.

"The Beyonder is yonder, no time to ponder," Klaw said. "He'll kill you," he added, as though he knew Doom's true intentions. And perhaps he did: The crazed, half-living creature had power of his own, though nothing rivaling Doom's.

"No, Klaw. I alone among sentient beings in this universe possess some insight into the Beyonder's power. The energy field that repelled Galactus and me on our first approach also yielded to me critical information."

Doom fed that information into the atoms of his armor as he spoke, bidding them remake themselves into a weapon. He concealed it—knowing that like David braving the spears of the Philistines to cast the stone that would strike down Goliath, Doom must brave the Beyonder's physical presence to unleash the weapon that would end him. He would not risk all from a distance.

“Information,” Klaw said. “Ones and zeroes, here come the heroes.”

Doom heard a thunderous crash from far below. “So it would seem, Klaw. They have arrived, but when they reach this place where I now stand, I will have departed. You may tell them so.”

He would leave them Spectrum as a token of his power, he decided. When he returned, they would worship him as a god—or he would brush them out of existence and create a new race of mortals to do him proper obeisance.

All in good time. First, the Beyonder.

FORTY-EIGHT



AS SOON as Xavier lost contact with Spectrum, the entire team headed for the ship. They already knew something had gone haywire with Galactus' attempt to feed on the energies of his World-Ship; following the direction of the energy flow across the sky, Reed was fairly certain Doom had something to do with it. Spectrum should have been in and out in an instant, faster than Doom could react— but she hadn't made it.

Now they were on another rescue mission. If they were lucky, She-Hulk would be healed, and they could get her up to speed while they were at the base. They would need her if Doom had created some kind of new weapon.

Another possibility was that Doom had freed all of his villainous subordinates and She-Hulk was already dead. Reed didn't allow himself to concentrate on that eventuality.

The ship was fast, and the trip didn't take long. Magneto assisted, creating a groove in Battleworld's magnetic field that accelerated them in the right direction. "Looking to atone for all the people you've killed?" Captain America said.

"I will not be judged by you, or anyone who has not seen firsthand the oppression of his own people," Magneto said.

"I've heard that one before. Every murderer's got an excuse."

"Steve, with all due respect, this isn't the time," Reed said, loathe as he was to throw in his lot with the likes of Magneto.

"Normally I'd be first in line to gut this sonovabitch," Wolverine interjected, gesturing in Magneto's direction with a single extended claw. "We get back home, you and me can have us a little team-up. But here? Now? Shut the hell up. Even an ignorant brawler like me can see this is the last thing we need right now."

Captain America glanced over at Logan. "I don't think anyone was talking to you."

"Whoa, guys—" Spider-Man started, but Wolverine already had his temper up. He got up and snapped out his remaining claws, ignoring his own advice.

"You got a problem, bub?" he asked.

Spider-Man quickly got between them before things could escalate. "Fellas, as much as I'd love to take bets on which of you would win a fight, maybe we could concentrate on saving the universe instead?" he suggested. "I mean, you can always take a rain check and pick this up later."

"You need not intervene on my behalf, Logan," Magneto said. "If Captain America and I have a dispute, we are more than capable of settling it ourselves. Yet I do find Spider-Man's advice useful. Let us delay this for another time."

Wolverine sat back down. "Spare us the white knights," he said to no one in particular.

For a moment, Reed thought Captain America was going to react, but his soldier's training took over. He bit his tongue and also took a seat. Reed relaxed a little. At least they wouldn't be at each other's throats before they found out what was waiting for them at Doombase.

A few minutes later, they arrived and found Doom's underlings still in their cells—with the exception of Klaw, whose head they discovered on an upper level. "You're too late, twist of fate, isn't it great?" he said.

"Is he...okay like this?" Rogue asked, grimacing at the bloodless but undeniably creepy sight.

"He's not in pain," Xavier reassured her. He looked down at the head. "Too late for what?" he asked Klaw.

"Doom's gone, gone, gone, to fight the Beyonder over yonder," Klaw said. "Left you a little something, ing, if you look around it'll be found not on the ground."

That was how they discovered Spectrum. She was in her light form, but frozen in place, and none of them could figure out how to undo what Doom somehow had done. They could put their hands right through her—she was insubstantial, yet she could not move. She shimmered a little—like a hologram—at nearby energy fluctuations but otherwise did not react.

"Klaw, what happened here? Where's the rest of you?" Reed asked.

"Spectrum snoopied, Doom flew the coop, I'm sliced up and made into lenses, es, es," Klaw babbled. "But none of it hurt because I can't feel pain in my brain. I'm made from sound, ound. Ound!"

Reed persevered. "Doom went to fight the Beyonder? Did he interfere with Galactus?"

"He got the Power Cosmic, ic! And now he's like an odd broad god."

Reed left Klaw's head on the table. He saw Klaw's arms and legs on another table—except for one hand, which sat

on a control console. Doom had outdone himself. He had intercepted the Power Cosmic and gone after the Beyonder.

“So we ought to be seeing Doom’s body falling out of the sky again pretty soon,” Cyclops said.

“I’m not so sure,” Reed said. “If we were counting on Galactus to take on the Beyonder, and now Doom has intercepted the Power Cosmic, it seems to me our odds haven’t changed all that much.”

A rumble passed through Doombase, toppling fixtures and bouncing instruments onto the floor. Klaw’s head rolled off its table. “Hey,” he said. “Hope I’m not in the way. Don’t want anyone to trip and slip, bust a lip.”

Another shock hit Doombase, much stronger this time. “Battleworld’s rocking and rolling,” Wasp said. “Just an earthquake, or...?”

“Nothing in or on Battleworld is just anything,” Xavier said. “The planet itself responds to the wills of everyone on it—the more powerful the being, the more powerful the response. This earthquake must mean that the battle between Doom and the Beyonder has begun.”

The third shock hit then, causing the ceiling to sag. When it had passed, Spider-Man called out from where he’d perched himself on a wall. “Maybe we ought to catch the show from outside, huh?”

FORTY-NINE



DOOM rode the irresistible wave of the Power Cosmic to the Beyonder's portal—and through it, feeling the passage as little more than the brief resistance an ordinary mortal might have felt while pushing through a revolving door. Galactus had not been able to penetrate this far the last time. Doom exulted in the knowledge that he was more powerful now than Galactus had been—perhaps he was more powerful than Galactus had ever been, for when before had Galactus consumed the energies of his own World-Ship?

Light in colors that had never existed washed over Doom, and he felt the infinite spaces of the Beyonder's realm.

Stop! You cannot approach me!

"Then you approach me," Doom said. "Abase yourself before me! Grovel, and perhaps you will survive!"

The Beyonder made no response. Doom pressed forward, feeling resistance grow around him as the Beyonder altered the very fabric of his universe to impede Doom's passage. Doom struck out with the Power Cosmic, tore through the Beyonder's defenses, and forged on. He thought he could sense the Beyonder himself, emanating a field of pure will that bent reality to his wishes. Doom slowed and lashed out again. Each time he expended more of his power for lesser progress. He was the living embodiment of Zeno's Paradox, eternally covering half of the distance to his goal. Still he forged ahead, keeping the last of his strength in reserve for the battle surely to come.

Then came the moment when he was halted. "No!" Doom cried out. "You will not stop me!" With all his strength, he struck at the barrier the Beyonder had erected, but it stood firm. He was now facing the Beyonder will to will, and Doom realized with mounting dread that he was not in the Beyonder's realm at all. The Beyonder *was* the realm.

The Beyonder was this entire universe. He commanded it as he commanded his own mind. Doom had perceived a separation of mind and matter, but here such distinctions did not exist. He had pressed deeply, but not deeply enough to reach his goal—and simultaneously much too far to avoid the Beyonder's retaliation.

And it came in an irresistible wave that set every particle of Doom's body at war against itself. Doom survived only by focusing his entire consciousness on the speck of this reality that was Doom. But he did survive. He was torn apart, his body mangled and his mind nearly broken under the force of his agony. But he survived.

For a time, all was quiet. Doom hung, exhausted, in the endless realm. Then Doom sensed the Beyonder's approach. *No*, he thought. *This is not the time.*

He reached back, agonized and terrified beyond pride, and sought help in the only place he imagined it might exist.

*

The earthquakes wracking Battleworld stilled; the heroes paused, too, waiting to see what was coming next. "Beware," Xavier said. "A consciousness..."

"Holy moly. My spidey-sense is going bonkers," Spider-Man added. "Whoever's about to pay us a visit is nobody we want to mess with."

A sliver of light appeared in the air at the center of the room, growing and coalescing into a human form—the form of Victor von Doom. He was not physically present, Xavier saw. His form was translucent and surrounded by a nimbus of energy similar in appearance to that which had flowed from the World-Ship of Galactus.

"I am Doom, but I am not as you knew me," he said.

"That's for sure," Spider-Man said. Wasp shushed him.

"The Power Cosmic courses through me, and I have transcended mortality," Doom went on. "Now I fight as your champion, for the Beyonder is the true enemy. He set us at each other's throats for his amusement; to save ourselves, we must seal him away behind his portal...forever! I battle him now, and he quails before me—yet he is marshaling his strength for one final assault."

Doom's spectral figure reached out its arms to either side. "Lend to me your strength that I may crush the Beyonder once and for all. Who will join me? Whosoever does so will have might beyond measure, for they will partake of the Power Cosmic that radiates through this apparition of my body!"

"Don't do it," Captain America said. "There's something he's not telling us. Doom wouldn't offer us some of the glory if he thought he could get it all himself. Reed, am I right?"

"I would say so," Reed said.

"But you could be wrong," Magneto said. "This is our chance to be certain!" He reached out; his fingers were

within inches of Doom's before Xavier called out.

"Erik, don't!"

Magneto turned, and his eyes locked with Xavier's. "Don't," Xavier said again. "Doom lies."

"Doom is the only one of you who has understood this game!" Magneto held his hand just beyond Doom's reach. The torment of the situation was plain on his face. He knew he could not trust Doom, no matter what he had said; he also knew that Doom might be telling the truth, and that lending his power to the struggle against the Beyonder might tip the scales.

"Doom understands only one thing, Erik: how to exploit weakness. If you touch him, he will drain your power as surely as he drained the Power Cosmic from Galactus," Xavier said. "You will not survive that."

"Xavier's right. We can't risk it," Reed said. "I've known Victor since we were both still practically boys. He doesn't share power."

"Ignorant fools! Magneto, your powers could tip the balance. Do not tarry!" Doom stretched his hands ever farther. Magneto looked between Doom and Xavier, his face a tormented grimace.

"You want my guess? He's getting his ass handed to him, and he needs our help," said Ben Grimm.

Magneto held his position long enough that Xavier could hear the thoughts of some of the other heroes as they considered how they might prevent his fingertips from traveling those last few inches— but then he let his arm drop. "What matters Doom's death if we are all to die in any event?" he asked wearily.

"No! Quickly!" Doom's apparition cried out. It began to fade. "Cannot...maintain..."

Then it was gone.

*

The Beyonder waited for Doom to grasp the realization that he was alone. Then the onslaught began again. Now Doom no longer had any defense. He was beaten down, his powers nearly exhausted, his continued existence dependent on the Beyonder's mercy. Energies akin to those shimmering at the boundary of the expanding universe an instant after the Big Bang assailed him, infused him, scoured his body and his mind. Only the Power Cosmic preserved him from utter annihilation.

When the storm of the Beyonder's wrath had passed, Doom lay silent.

*

After some time, the physical wreckage of the human known as Victor von Doom was lifted up. Turned over, analyzed from a distance. Electrical stimulus applied to certain areas yielded a large number of recorded experiences. These, too, were analyzed, their interrelationships catalogued. The death of Victor von Doom's mother and the subsequent capture of her spiritual essence by a demonic entity was noted with some interest—for this created desire in Victor von Doom. Her loss created a desire for control and revenge; knowledge of her captivity created a desire for atonement and salvation. The war between the two drove everything this human had ever done.

Desire...

There was more to be learned. The armored material encasing the physical form was removed and held close to the body, to preserve the model of its shape—the struggle had somewhat altered the body's structure. One half of the body was left in its existing state. The other was examined in

greater detail. Its layers were separated and explored. Different tissues were catalogued and samples recovered.

The last piece of the armor to be removed was the head covering.

*

Doom awoke as the ravaged skin of his face reacted to the freezing vacuum. His eyes opened and immediately filmed over with ice. He remained still despite his agony as the Beyonder vivisected him. The Power Cosmic preserved his consciousness, and he felt pressure along his bones, separating skin from muscle, isolating nerves and triggering them to see what response their signals provoked. There was no physical touch, no fingers that probed. Only terrible pain and the knowledge that his body was failing, whole pieces of it lost.

Doom knew that the Beyonder had been in his head. He knew also that the Beyonder, though invisible to his one remaining eye, was close.

Very close, in fact. Perhaps...close enough.

Death, too, was very close. A lesser man would have accepted it. Welcomed it. Victor von Doom did not just fight it. He scorned it. Death did not deserve him. He had survived the Power Cosmic. He had survived the Beyonder so far. He would continue to survive. He had one hand left and one eye. With the one eye he located his armor's breastplate, hovering nearby. With the one hand he reached toward it.

The Beyonder did not stop him. The remnant Power Cosmic in his body made him as conscious of this dimension as of his own, and Doom registered curiosity like a slight torsion in the physical logic of this place. The Beyonder watched him reach out his hand as if he had never before seen a human do such a thing.

He who plays for the ultimate prize must risk the ultimate stakes. That, Beyonder, is my desire.

He felt the Beyonder's surprise—and Doom smiled.

FIFTY



THE NEXT shock that hit Doombase threatened to bring down the entire structure. Doom's apparition had interrupted the heroes mid-flight. "We have to get out of here! Now!" Rhodey shouted. Dust was thick enough that none of them could see across the room. Rhodey solved the problem by blasting a hole in the nearest exterior wall.

"Everyone! Outside!" Captain America pointed but headed in the opposite direction. "We've all got a better chance if we can get out of here!"

"What about you, Cap?" Reed called back.

"Go! I'll follow in a minute. I have to get the prisoners out of their cells!"

"We have to get She-Hulk, too!" Spider-Man reminded him, making for the sick bay in the Thing's wake.

Rhodey followed Cap down the maze of halls to the prison zone. The imprisoned villains started shouting at them

as soon as they entered. Rhodey heard a crash from behind and turned to see Wolverine slashing open the cell doors.

"Glad you're here," Cap said.

"I wasn't going to let these men die like rats in cages, no matter whose side they're on," Wolverine explained as he ripped open the next door.

Cap agreed. "Even these men have rights."

As debris rained down around them, Cap and Rhodey tore open other cell doors through a combination of brute strength, repulsor blasts, and Adamantium claws.

"I think that's everyone," Rhodey said. "Let's get out of here." He blasted another hole through the wall.

The villains ran for the breach, through which they could see daylight. Cap and Wolverine ran, too. Rhodey went with them, picking off stray bits of falling debris with his repulsors along the way.

They were outside and making tracks for the other side of the plain from Doombase when Battleworld rocked and the entire base sank into itself with a rumble. But the base wasn't the only thing collapsing: All of Battleworld seemed to be tearing itself apart.

Cap did a head count. Doom's people had split, but the Thing and Spider-Man had revived She-Hulk, and she was looking better. Everyone else was there. "We didn't lose anyone?" Rhodey asked. He couldn't believe it.

"Well...we haven't seen Lockheed in a while," Hawkeye said.

"I mean anyone human."

"You explain to Katya how you didn't care about Lockheed because he wasn't human," Colossus said.

"Hey, man, I didn't say I didn't care," Rhodey said. "I just said I was taking about humans."

Hawkeye was looking up at the sky. "Well, the earthquakes are done. But is anybody else seeing this?" he

asked, pointing up.

The Beyonder's crescent-shaped tear in the universe was gone— but a light emanated from where it had been. It accelerated toward Battleworld, growing as it fell.

"Be ready," Captain America said. Rhodey hovered above the group, suit powered up, prepared for anything— except for what he saw. The light kept growing. By the time it reached the surface, it was a hundred feet wide and at least as tall. It remained in the air for a long moment, then seemed to bleed slowly into the ground before resolving itself into a gargantuan human form. Gradually, that human form became recognizable. Rhodey got a cold lump in the pit of his stomach. He didn't mind fighting. He didn't mind putting his life on the line for what he knew was right. But he didn't want to die on Battleworld. He wanted to die on Earth. And judging from what he was seeing, that was no longer an option.

Looming over them, the size of Galactus, was Victor von Doom.

"The Beyonder is dead," he boomed. "The most powerful being in this universe...is Doom."

The group gathered around Captain America. Reed and Xavier might have been their big brains, and Storm and Wasp might have been the nominal leaders of the X-Men and Avengers, but on the battlefield, people wanted to follow a soldier. Captain America was the soldier's soldier among them. Rhodey knew that feeling. Usually, he was the soldier to whom everyone looked. But Cap had the experience here.

"This is going to be the fight of our lives, people," Captain America said.

"Stay your hands, heroes," Doom said. He began to shrink, stopping when he had reached his ordinary human size. "Absorbing the Beyonder's energies spurred me to take on a physical size reflective of those mighty powers...but I will return to a more familiar scale that we may better

converse. For you see, the Beyonder is destroyed, and Doom is reborn." Doom paused. When he spoke again, Rhodey was startled to discover that he believed every word Doom was saying, and could feel the genuine emotion in Doom's voice.

"The war is over," Doom said.

FIFTY-ONE



HULK listened to Doom, but what he really wanted to do was smash the smugness out of him. The feeling got more intense when Doom removed his mask to reveal an unscarred, strikingly handsome face— well-coiffed brown hair, soulful brown eyes, impossibly square jaw. “The powers of both Galactus and the Beyonder are now mine,” he said. “You see one of the wishes I have been able to realize. I could destroy you all with a thought—and I suppose that is what you are expecting.”

“What are you waiting for?” Hulk said. “Try it.”

“Hulk, your anger is understandable. It would be a terrible blow to be conscious of losing one’s intellect. Yet your anger is also misplaced. Doom is not your enemy. Nor are the Beyonder and Galactus. Did you not hear? The war is over. I have won. Now I would speak to you for a moment—but only for a moment. Greater things beckon.”

"I just bet they do," Ben Grimm said.

"Hey, if it gets us home, I'm all ears," Spider-Man said.

Xavier stepped forward and pointed across the broken ground to where the villains were gathered on a hilltop, about fifty feet away. "Your former minions are not as willing to hear you out as we are, Doom," he said. "Even now they plot against you."

"Let them," Doom said. "I have nothing to fear from them, or any other being." He paused. "You, however—"

A sudden upheaval around them cut off whatever Doom would have said next. Hulk staggered as the ground under the heroes heaved and they were thrown violently upward. No, not thrown—tilted, as they soon discovered when they had to scramble for handholds to keep from skidding down a miles-long slab of Battleworld's crust that abruptly had come to be standing on end. The howling passage of wind gave way to the wispier sounds of the high atmosphere, and Hulk's ears popped painfully.

"Hey, I can see Denver," Spider-Woman said.

"Yep, the view's great," Ben agreed. "Breathing's not so good, though."

"Quickly!" Reed said, taking charge. "Rhodes, you hang on to me and I'll form a pouch. Everyone climb aboard unless you can fly." Rogue, Magneto, Johnny Storm, and Thor leapt away from the now-vertical slab of crust. Reed caught as many of the others as he could. Wasp tried to fly, but the atmosphere was too thin this high up. Nightcrawler teleported down to catch her, reappearing a moment later in the stretched-out hollow of Reed's torso.

"Hulk, the train's leaving!" Johnny called out. Rhodey had hold of Reed's hands and feet, which had twined themselves around his forearms.

"I can jump," he said, with a downward glance.

Reconvene at Doombase, Xavier said to all of them. Hulk did not answer. He needed a minute to himself, or he was going to lose his temper. He very much desired the release of a blind rage, but he couldn't allow himself to give in. Their fight wasn't over yet. These were his friends. He repeated that over and over in his head as he fell. *These are my friends.*

But Doom's people weren't. Hulk looked down and wished he could fall faster.

FIFTY-TWO



YOU LIKE that?” Molecule Man screamed at the sky. The chunk of Battleworld’s crust was now vertical, with its upper point reaching the edge of space. “That’s what happens when you cross me!”

“Owie, what did you do?” Volcana said. Owen was so angry he didn’t even answer her. He knew it was rude—but darn it, sometimes you couldn’t be nice to everyone.

Riding the wave of his rage, he tore loose the ground on which he was standing and flew toward Doom. Behind him, he knew the rest of them were following on foot. They didn’t want to miss a fight between Molecule Man and the newly empowered Doctor Doom, and Owen would give them a fight.

After all they’d been through, all they’d done for Doom—he’d pulled off a stunt like this?! Confiding in the heroes? Siding with them over those who had faithfully carried out

his bidding? *No*, Owen thought. *It isn't fair, and I'm not going to stand for it.*

He landed next to Doom and stomped toward him. "Your new friends are gone, Doom. Now it's just you and me—and pretty soon, it's going to be just me."

Doom just stood there, arms folded, letting him approach.

"You think I won't do it?" Owen said. "I can. I wouldn't have before, but now you made me mad enough that I don't care. You have no idea what I'm capable of."

"That is where you are wrong," Doom said. "It is you who have no idea of your capabilities."

Everything around them changed. The rocks vanished. The sky and clouds, too, and all of Owen's friends. He and Doom stood in a field of...*what?* Owen looked around, unable to comprehend what he was seeing. "Behold," Doom said. "These are the intertwining energies that form the foundations of all that is. The eternal flux that grants the universe life. All things are now known to Doom...and I give you this knowledge as a gift, Owen Reece. You have power over not just the visible world, but this realm as well."

Doom's gauntleted hand spread over Owen's face, and at the five points of contact with Doom's fingertips, Owen felt a shock that spread through his mind. "Every iota of matter in the cosmos answers to your whim—and that is true to the deepest quantum levels at which matter and energy are the same. There are no barriers to your power save those you yourself impose. Free your mind of self-doubt and self-loathing. Accept the majesty of your power...and fear no more."

Owen felt his mind opening—no, being restored—as Doom's vision shattered all of the internal walls and traps Owen had spent so many years unconsciously building. He knew and understood, at last!

Then Doom was gone. Owen stood alone on the edge of the cliff he had created when he catapulted the heroes into the farthest reaches of Battleworld's atmosphere. "I...I can control organic molecules," he said. "I can do anything."

The rest of his team came running. "Molecule Man," called Doctor Octopus. "What happened? You and Doom both vanished, but only you returned."

"What?" Owen said. "No, you all disappeared. Doom and I..." He trailed off. There was no way to explain it to them. Volcana reached his side, and he looked up at her. "Never mind. It's fine. We can get along without him. I know what to do. I'll take care of us all now."

"You?" Octopus said. "You? Surely not."

"Hey, you saw what he did just now," Absorbing Man cautioned. "You sure it's a good idea to cross him? 'Cuz I don't."

Octopus looked around at the rest of them, gauging his support. Owen hoped the Doc didn't want to fight, because then Owen would have to make Otto Octavius disappear. He didn't want to do that.

"All right. Fine. You're in charge," Octopus said, seeing all eyes on Owen. "What do we do?"

"Well," Owen said. "We need food and shelter, first. Then we can plan."

"We could go to my place," Volcana said. "It'll be a tight fit with all of us, but Denver's a little bit of civilization. It would be good to see something familiar, wouldn't it?"

"It would," Owen agreed. "Denver it is."

*

Things had deteriorated in Denver since Marsha Rosenberg had been there last—or maybe, she thought, she should've thought of it as the last time Marsha Rosenberg had ever been there. She was Volcana now. She looked on

the people of Denver, ragged and desperate. The peace of the first few days had faded; now the citizens fought among themselves over dwindling resources and banded together only when they had to repel incursions from the creatures living in the swamps. Volcana felt little in the way of pity. She was different from them now. Their problems were not hers.

The entire group crowded into the living room of her apartment on Logan Street. She was sure it was the first time eleven people had ever been in her apartment at the same time, at least since she'd been living there. "I don't have much to offer you," she said. "There's no power or water. Everything in the fridge is spoiled." She was embarrassed at her inability to play host to her colleagues.

But Owen dismissed her concerns. "I can take care of that when we get hungry. Right now we should discuss our options."

"Far as I can tell, there's only one option," Absorbing Man said. "The contest is over. Doom won. I don't care about the Avengers or the rest of 'em. I just wanna go home."

Sitting next to him, Titania nodded. "Me, too."

"I think that's how everyone feels," Volcana said. "But how? We must be a really long way from Colorado."

Owen smiled. "If you want to go home, then go home we shall."

"Oh, yeah?" Absorbing Man said. "How?"

"You'll see," Owen said. Volcana got a little tingle of anticipation. She could see a change in Owen since his encounter with Doom. He was so confident, so sure of himself. It was a little scary, but his power was also intoxicating.

Owen got up and opened the sliding glass door that led out onto the balcony. "If you want to see, gather 'round."

FIFTY-THREE



DOOMBASE lay mostly shattered, but one section of living quarters remained intact, connected by a large monitor room with functioning equipment. Reed knew they'd been lucky, and now the heroes gathered to plan their next step. "I cannot tell where Doom went," Xavier said. "Psionic searches yield no trace of his presence."

"We're at a bit of an impasse," Reed said. "Doom has won the game but abandoned his allies. They've gone to ground, and need no longer concern us."

"I don't think so," Hulk growled. "They ran and hid so they could plan a sneak attack on us. We ought to find them and take them down for good. That's the only way to be sure."

"Hulk, you're getting really unpleasant to be around," Wasp said.

"This is an unpleasant place. You want better company, go back to Fifth Avenue," Hulk snarled.

The base shook, and Reed saw everyone in the room exchange uneasy glances. "I thought we were done with earthquakes," Rogue said. "I mean, they were all from Doom and the Beyonder and Galactus fighting, right? So what's happening now?"

Reed was running the monitors through a series of regional scans. "Incredible," he said, displaying a particular view on one of the large screens for all to see.

"That's Denver!" Spider-Woman said.

It was indeed the city of Denver, protected by a shining dome as it tore loose from Battleworld's surface. "Bugging out," Ben Grimm said.

"Molecule Man's doing, no doubt," Reed surmised.

"It's a good thing he didn't decide to turn his powers on us," Cyclops said. "If he can do that, we wouldn't have had much of a chance."

"I have friends there," Spider-Woman said. "That's my home. Isn't there anything we can do? Magneto? Can someone...?"

"No," Magneto said. "If I tried, the conflict with Molecule Man's exertions would destroy the city. Also, though I am loath to admit this, I doubt my ability to succeed. What we are seeing is extraordinary power put to even more extraordinary use."

"You're not the only one of us from Denver," Captain America said. "Molecule Man's new girlfriend is from Denver, right? That's where Doom went to get subjects. So he's probably headed home."

The domed city rose into space and grew smaller and smaller, lingering in the screen's view like a star as it reflected the light of Battleworld's sun. Then even that small reflection vanished.

“Terrific,” Spider-Man said. “We should have hitched a ride.”

“I’ll remind you that Molecule Man just tried to kill us all,” Reed said mildly. “Also, how does he know where he’s going?”

“He’ll probably just fold up the universe so Colorado comes to him,” She-Hulk said. “I mean, if he can do this, is there anything he can’t do?”

“I’m smelling some serious defeatism around here,” Johnny Storm said. “Listen to us, all marveling at what everyone else can do. What about the things we can do?”

“And what’re those, exactly, Torch?” the Thing countered. “We’re just a bunch of pawns here, especially now that Doom’s gone and turned himself into some kind of god.”

“Speak for yourself,” Magneto said. “I am no one’s pawn.”

“Okay. Enough. Look, let’s get some rest before we start bickering. We’ll think better in the morning,” Captain America said. “I’m calling it a night.” He turned and left the room.

*

The rest of the group straggled back to their quarters, and over that part of Battleworld fell a night unbroken by stars—except for a single small spark that glided toward Doombase, flitting along the broken walls until it found one particular window and floated inside. As it crossed the windowsill, Colossus flew out a nearby hangar door astride an airbike. He passed near enough to it that he might have seen it if his attention were not entirely focused elsewhere, but the spark remained undetected until it alit on the forehead of the nearest sleeping sentient being.

FIFTY-FOUR



UNABLE to sleep, Julia Carpenter went for a walk. She wandered the base alone, trying to clear her head, but she kept replaying the image of Denver as it lifted away into space and disappeared. Her home, gone. Could Molecule Man get it back to Earth? Did Earth even still exist, or had the Beyonder destroyed it? By killing the Beyonder, Doom might have ensured that they were all going to be stuck on Battleworld forever. Who else could undo what the Beyonder had done?

Maybe Doom himself could, but Julia wasn't counting on him to do the right thing. She worried at the problem, trying to see a way through it, but she kept ending up with the exact same conclusion: They were all going to die here on Battleworld.

That was what she was thinking when she literally bumped into the Hulk as she came around a corner. She

bounced off him and spun around. "Hey, excuse you," she said, but he gave no sign that he had noticed. He just kept walking down the hall the way she had just come. She'd been wandering long enough that she was no longer exactly sure where they were in the surviving portion of Doombase.

"Hulk, listen, I know you're having trouble, but that's no reason to be a jerk to everyone. We're all in this together," she said, drawing level with him. It was good to know that she wasn't the only insomniac on the team, and they had to be puzzling at the same problem. "I keep thinking about all those poor people in Denver..."

She looked at his face and saw that his eyes were only half-open, his jaw slack. He looked...well, he looked like he was sleepwalking. "Hulk," she said. "Wake up."

He just kept walking. Julia didn't like this at all. He could do a lot of damage if she just let him lumber around the base. She ran ahead and conjured up a psionic web across the breadth of the hallway in front of him. Hulk walked into it and pushed. Hard. She held it against him for as long as she could, but he was too strong. Her concentration failed, and he pushed through as if it had never been there.

Julia grabbed his arm. "Hulk, come on! Wake up!"

Without looking at her, he palmed the side of her head and shoved her to the floor.

Something happened then. Had she lost consciousness? She wasn't sure. But the next time Julia was in full possession of her senses, she was standing in Doom's laboratory. Klaw was gone. A brilliant light suddenly blazed on the other side of the room and words appeared on the wall, seemingly carved by an invisible hand.

When she saw what they said, Julia started yelling.

FIFTY-FIVE



SCOTT was among the first to hear Spider-Woman's voice and locate her in Doctor Doom's laboratory deep in the heart of Doombase. It was one of the few areas that had not suffered catastrophic damage in the quakes.

The first thing he saw was Spider-Woman gaping up at the wall. The second was Spectrum, standing next to Julia and asking what on earth she was yelling about.

The rest of the heroes arrived in twos and threes, and a confused babble broke out as they all tried to sort out what had happened. "Spectrum!" Scott said. "The last time we saw you, Doom had frozen you in your light form."

"He did?" she asked. "The way it seems to me, I was just listening in on him a minute ago, and the next thing I knew Julia was yelling her head off." She paused, then waved her hands excitedly. "Doom has the Power Cosmic! He must have mastered Galactus' power."

“Old news,” Ben Grimm said. “You’ve kinda been out of it for a while.”

They caught her up on events since her last unfrozen moment, and she shook her head. “So Doom’s got all the power of the Beyonder and Galactus, and we’re all still here. Doesn’t look good.”

Scott turned back to Spider-Woman. “Okay. You ran into the Hulk. And then what?”

“He was sleepwalking. I tried to stop him. Then he pushed me out of the way, and...” She looked confused. “Then I was down here. I don’t know what happened in between. Does that make any sense?”

“Nope,” Wolverine said. “Not a damn bit.”

“Well, that’s what happened,” Julia snapped.

“I can vouch for the sleepwalking part,” Hulk said. “I woke up in the hallway when I heard her yelling.”

“I believe both of you,” Scott said. “The way things look now, Doom can do pretty much whatever he wants. If he wanted you to come down here and find Klaw for him, he could make you do that.”

“Sure, but he could have just found Klaw himself,” Captain America pointed out. “And how do we explain what happened with the Hulk?”

“There is another power involved,” Xavier said. He was hollow-eyed and gaunt. Scott thought he looked like he hadn’t been sleeping, either.

He looked back up at the wall, reading the message Doom had left:

YOU ARE SUMMONED TO THE TOWER OF DOOM AT DAWN.

“What tower?” Reed wondered.

“Might want to look out the window, Stretch,” Ben said. He pointed.

They all turned and saw an immense golden structure that had not been there the day before. It was so tall, clouds gathered around its tip. It was at least as high as the chunk of crust Molecule Man had torn loose the day before.

"I'm guessing he means that one," Ben said.

"Well, now we know where we will be dining tomorrow, *nicht wahr?*" Nightcrawler said.

Scott had been taking a head count, to make sure everyone was all right. Now he noticed that they were down two members.

"Reed," he said. "Is Johnny a heavy sleeper?"

Reed looked around. "Not especially."

"Colossus isn't, either," Scott said. "But neither of them is here."

FIFTY-SIX



PETER knew it was wrong, but he could not stop himself. If Doctor Doom had won the game, did that not mean that they were...well, doomed? They would never leave Battleworld. If Doom had any intention of ending this game and sending them home—if in fact he could do that—surely he would have done it already. That was enough to tell Peter that Battleworld would be his new home. If so, he had to make the best of it.

He had to say goodbye to Katya. *Forgive me, my love*, he thought as he brought the airbike down into Zsaji's village as quietly as he could. *We are torn apart by the actions of those mightier than ourselves.*

No light shone within Zsaji's hut. It was very late, only an hour or so before dawn by Peter's reckoning. He moved aside the curtain in her doorway and softly called her name. In the darkness, he saw her stir. She turned on a lamp by her bed,

a small marvel activated by her touch, not electricity. Peter sat on the side of her bed. "I am sorry to awaken you," he said. She watched him, those beautiful eyes wide and her pewter hair tousled with sleep. "We have lost the Beyonder's game. Either Doom will annihilate Battleworld when he returns to Earth—if Earth still exists—or he will abandon us here. In either case, I wished to see you again."

She said something in her language. He thought it sounded like a question. "I wish I knew what you were asking," Peter said. "This may be the last time we see each other. Or it may be the beginning of a long life together." As he had always imagined a long life with Kitty Pryde. Was it betrayal to acknowledge the finality of the separation? Peter could not see it that way. And though he knew his thoughts were somewhat confused by the effect of Zsaji's healing touch, Peter nevertheless believed he had a true understanding of the reality of their situation. All of them had to begin to let go of the places they had come from, for their future held either Battleworld...or nothing at all.

"If we survive the next few days, I will stay with you. I know you cannot understand me, but we will teach each other our languages and grow together in that way as well as others." Colossus smiled. Zsaji smiled back. Outside, dawn was breaking.

At least that's what Peter thought when he first noticed the light outside. Then he saw shadows moving and realized the light was too bright to be the first rays of morning sun. A moment later he heard the sound of footsteps outside Zsaji's hut and the voice of Johnny Storm. "Hey, loverboy," Johnny said. "Come on outside. You and I need to talk."

Peter stood. Zsaji touched his arm and said something. "Do not worry, love," Peter said. "We will speak only."

Outside he saw that it was still mostly dark, but light was beginning to show in the sky opposite Doombase. "Johnny," Peter said.

“Sneaking out at night,” Johnny said. “What’s Daddy Xavier going to say?”

Peter stood in the doorway. “Perhaps the same thing your brother-in-law Reed might say.”

“Ooh, zing. Except I don’t have a gorgeous super-genius mutant girlfriend waiting for me back at the mansion, do I?” Johnny riposted. “So maybe our situations aren’t quite the same.”

“No, they are not. Because you see yourself as a conqueror of women. Zsaji is one more conquest to you. But to me, she is—”

“Cut the crap,” Johnny said. “I know exactly how you feel. She doctored me up, too, remember?”

“That changes nothing about who you are. Just as it changes nothing about who I am.”

Johnny grinned as if Peter had just given him a gift. “That’s right. And you know who you are? A quitter. You’re suddenly committed to Zsaji because you need something to hang on to now that Doom walked off with the big prize. That’s what a coward does. You’re quitting on Kitty Pryde because you gave up on getting out of here. That’s not about her, or Zsaji. That’s on you, Pete. I’d heard a lot of things about you, but nobody ever told me you were a quitter.”

Colossus had determined not to come to blows with a comrade, but that resolve melted quickly in the heat of Johnny’s words. “Quitter?” he echoed, his flesh gleaming and becoming organic steel. He stepped forward, out of the doorway of Zsaji’s hut.

“You heard me,” Johnny said and burst into flame.

A crippling wave of pain swept through Peter’s head; for a moment he went blind. When the pain passed, he saw that Johnny had similarly suffered. Both men clutched their heads, too unsteady to renew their hostilities.

Both of you stop at once. Charles Xavier's unmistakable telepathic voice. The situation has changed in your absence, and you are needed back at the base. Immediately.

Professor—

No. Do not make me compel you.

Johnny shot one more furious look at Peter and then flamed away into the predawn sky. Behind him, Peter heard Zsaji's voice. He could not bear to turn around and look at her. "Farewell," he said as he straddled the airbike and fired up its engines. "I must answer duty's call. Know that I love you."

FIFTY-SEVEN



JOHNNY STORM and Colossus arrived separately. Xavier did not confront them about where they had been. He had no desire to embarrass them in front of the others. He did, however, hope that the two men would leave the alien woman alone now. Her healing powers were surely enough of a burden without making her the focus of competing attentions.

Every hero assembled and marched to the strange new tower. They were quiet and somber. Even Xavier could not predict Doom's next action.

Klaw, made whole again, met them on the stairs outside the grand doors at the base. "Welcome to the tower! This is the hour. You see the power of Doom, who awaits in the room, oom oom."

"Doom didn't fix his head when he put the rest of him back together, did he?" Wolverine muttered. They climbed

the stairs onto a broad plaza and then continued into a giant gallery that led to a huge, largely empty room. *Really*, Xavier mused, *a throne room is the only word for it*. Doom sat on the throne, raised on a dais.

“Greetings!” Doom said. He did not invite them up to the dais, nor come down to meet them. “I shall get down to the important matter at hand—which is that in assuming the power of the Beyonder, Victor von Doom died. In a way. I am still Doom, but I am not as I was before. Petty human rivalries, ambitions, jealousies...these no longer have meaning to me. I am complete and serene, and I have brought you here to offer you a gift.”

“Beware of villains bearing gifts,” Nightcrawler murmured.

“I have transcended the concerns of mortality, and of mortals,” Doom went on. “Yet I am conscious of unfinished business from my mortal existence. I cannot undo the works of my former life without unraveling much of the fabric of the reality you inhabit. However, I can set right some of the errors and crimes of these few days immediately past. Observe.”

Doom held out a hand, palm up, and lifted it slightly as if beckoning something forth. A ripple of energy appeared at the base of the steps and coalesced into the form of Kang the Conqueror, in the middle of a sentence. “...realize that Kang is essential to—” He broke off and looked around. “Where am I? What has happened?”

“Return to your time, Kang. Return home.” Doom turned his hand over and pushed his palm infinitesimally forward. Kang vanished.

“Didn’t you kill him?” Captain America said.

“Yes, he was dead. But as you now see, Steven Rogers, there is more to life and death than is dreamt of in your philosophy.” Doom paused. “If you will permit the misquotation. I have set right my mistreatment of Kang.

Galactus, too, is now being restored to health, having been found drifting in space by his loyal herald. This leaves only you, who have suffered much hardship as a result of my actions on this world. I would grant each of you a single boon. Whatever you wish, as atonement for the suffering you have endured. You played the Beyonder's game faithfully, and you deserve the reward he offered, despite the fact that you never could have won."

"You go on and ascend to your higher plane," Captain America said. "We don't want anything from you."

"Are you so certain?" Doom asked. "Perhaps your colleagues feel differently. Pray consult."

Captain America gathered with the others in a tight group. "Professor," Captain America said quietly. "What's your read?"

"Doom's mind is unreadable," Xavier said. "Whatever decision we make, I can provide no guidance."

Though he spoke to Captain America, he was watching Spider-Woman. She had been behaving quite strangely since they found her in the Doombase laboratory, like her thoughts were elsewhere. She was observing Klaw while the rest of the team barraged Captain America with suggestions. Spider-Man spoke for several of them when he asked, "Why don't we just ask him to send us home?"

"After he finds Lockheed for us. Kitty's never going to forgive us if we come home without him," Nightcrawler added.

"I can get us home," Reed said.

"Is that right? How?" Wolverine asked.

Captain America caught Reed's eye. Reed gave him a subtle nod as if to say *Yes. I was serious.*

Through the interference from Doom's virtually limitless powers, Xavier could only hear the general tone of their thoughts. None of them trusted Doom, but many of them

were willing to take a chance if it meant getting home. But Reed seemed confident. Xavier decided to trust in that confidence. "My belief is that Doom's offer is sincere," he said. "However, I doubt his control over the ramifications of whatever so-called wishes he might grant. In other words, we might well find ourselves suffering side effects."

"So, what, we're going to walk away when he's offering us a free ride home?" Wasp said. "That's crazy."

"Do we all know what each and every one of us will wish for?" Xavier asked.

"Mind-reading is your department," Johnny Storm shot back.

"Precisely. Yet Doom's presence, his power, prevents me from doing so now. So unless we are perfectly certain that each and every one of our wishes would interact with each other without catastrophic counter effects, I believe our choice is clear," Xavier said. "We cannot risk the potential damage to reality."

"Xavier is correct," Reed said.

"I still think we ought to give it a try," Ben Grimm said. "C'mon, are you saying you don't want to take a chance so we can get home?"

"I will not await your decision any longer," Doom said. "Choose."

Xavier nodded toward Captain America. "Captain Rogers will speak for us."

He noticed several of the others frowning, but none moved to interject.

"We want nothing from you, Doom," Captain America said. "Although we appreciate the offer."

"Very well," Doom said. A glow surrounded him, and his form began to grow less substantial. "Then our dealings are ended...forever! Leave as you entered. Soon I shall be gone from this plane, but mark! Until my ascension, I will suffer no

disturbance. Do not seek to enter my presence again. Need I elaborate on the potential consequences?"

"We get the picture," Captain America said.

Xavier became aware of a different consciousness as Doom vanished completely and Klaw said, "Looks like you better go go go since you said no no no."

"Looks like it," Wolverine agreed.

Xavier tried to isolate this new mind, but it was constantly shifting, camouflaging itself among the other minds within the group. His attempts to track it also were confused by the psionic static emitted by Ulysses Klaw. He could not get a firm sense of who or what it was, and was more than a little inclined to believe he had begun to sense the consciousness of Battleworld itself—not simply its tendency toward desire, but its whole complex, kaleidoscopic essence.

They were outside, moving toward the ship, oddly subdued considering the magnitude of the events they had just observed. Reed Richards was already consulting with the Hulk about possible ways to reconfigure some of Doombase's machinery to transport them back to Earth. "We have to determine where Earth is, first," Hulk was saying. "How do we find it with no stars to use for navigation?"

Captain America, meanwhile, was taking a head count. If they were unable to return without risking Doom's retribution, he needed to be sure everyone was present and accounted for. "Where's Spider-Woman?" he asked.

Reed stretched up as Spectrum blinked and flickered. "She's not here," Spectrum said. "I just did a circuit of the tower and didn't see her anywhere."

"I'll go back in after her," Captain America said.

"If Doom were true to his word, she will already be dead," Xavier pointed out.

"I'm not leaving anyone behind," Captain America said. He turned to head back inside.

"Everyone else to the ship," Reed said. "We don't want to provoke Doom any more than we have to."

Ben looked up at the tower, so tall that it was impossible to see its top. "Don't dawdle, Cap. I don't like this place."

*

Following the constant flow of babbling from Klaw, Steve found Doom unmasked and sitting lost in thought in a chamber just off the throne room. Perhaps most of the tower was only for show. How much space could one man need?

"Doom," Steve said. "We're trying to leave but Spider-Woman must have gotten lost along the way. I came back to look for her."

"I see," Doom said. "Klaw. Find her."

Klaw scrambled away, and Steve looked around the room. "Nice place," he commented. "Not quite what I would have expected from a guy who's transcended humanity. I mean, that's your mother, isn't it?" He pointed at a series of larger-than-life portraits running along one wall.

"Very perceptive, Captain," Doom said. "Though I have nearly left humanity behind, I am not immune to the tidal pull of emotion. You refused my gift before," he went on, reclining in his chair, "so instead I will offer you a story. It is a short story, and you have in all likelihood heard a variation on it before. In it, a woman with certain skills sells her soul to a powerful demon to save someone close to her. That someone, a child, grows into adulthood knowing his mother is imprisoned by the demon. Then, years later, he realizes he has grown powerful enough to face the demon and return his mother to the land of the living."

"So you're going to take on...what's the demon's name?"

“Mephisto. Once I have restored my mother to life, my last bond to the world of human affairs—or indeed any mortal affairs—will be severed.”

“I don’t know, Doom,” Steve said. “You look pretty human to me.”

“Of course,” Doom said. “I maintain this appearance because my physical form contains the limitless energies to which I have access. I hold it, ever vigilant, because a moment of inattention on my part would unleash destabilizing forces that might cause untold damage. Even a slight movement of mine, if careless, might end the lives of millions...or billions. I do not wish this.”

Klaw ran back into the room. “She’s out in the hall, all in all, next to the wall, but I find a problem in my mind, I don’t know what’s going on, on, on...”

Doom rose. “Go and escort Julia Carpenter from this tower, Steven Rogers. We will not see one another again.”

FIFTY-EIGHT



THE ENTIRE team was together and gathered around a long table in Doombase for the first time since Magneto had departed shortly after their arrival on Battleworld. Peter Rasputin, troubled by his own thoughts, sat at the far end from Captain America, who had called a meeting to discuss what he had learned from Doom.

“I’ll get right to the point,” Cap said. “Doom may have the powers of Galactus and the Beyonder now, but he’s still thinking like a human being. He’s still driven by the same things that drive the rest of us...in this case, love.”

Love, Peter thought. Is that not what drives us all?

“Doom? Love?” the Thing cracked. “What’s he doing, writing sonnets in his tower?”

“Joke all you want, Ben, but that’s exactly what he told me. His chambers near that throne room are lined with pictures of his mother. I wasn’t familiar with the story—Reed,

maybe you ought to tell it. You know Doom better than the rest of us.”

“The short version is that Victor’s mother was quite an accomplished village...witch, I guess would be the word. Or sorceress,” Reed said. “She made the proverbial deal with the devil—the demon we know as Mephisto, in this case—to protect her people against a local nobleman. When she died, Mephisto took possession of her spirit. He’s had it ever since.”

“That’s pretty much what Doom told me,” Captain America said. “And now he says he’s going to use his powers to get his mother back from Mephisto.”

“I would, too, if I were in his shoes,” Wasp said.

“Absolutely,” She-Hulk added.

“The problem is this,” Captain America said. “If Doom’s grand goal is to free his mother...we can sympathize all we want, but we also have to realize that he’s just like one of us. Human still...only with virtually limitless power. Now the question is: Can we trust him to do the right thing with that power?”

“The first thing he did was heal his face,” Reed noted. “That ought to tell us something about how completely he’s let go of human foibles.”

“That’s what I’m thinking, too,” Captain America said.

“We are all familiar with the temptations Battleworld has placed before us, are we not?” Xavier suggested. “Imagine how much greater those temptations must be if you have the power to realize any desire.”

“Doom will begin controlling us, no matter what he has promised,” Storm said.

“That’s the concern,” Steve said. “Now the other side of it is, we can’t blame Doom for wanting his mother back. I’d love to see my own mother again.” All of them nodded and muttered agreement at this. “The problem is, he thinks he’s

transcended all human desires, and convinced himself of that—but he seems to be acting like the same old Doom. Freedom to do only what Doom permits isn't any kind of freedom at all."

"So we should head back over there and take him out," Hulk said. "Don't need to talk about it much more, do we?"

"If he has the kind of power we think he has, though..." She-Hulk let the implications of this soak in.

"That's right," Wolverine said. "We're all gonna die. But who's to say that's not on the agenda anyway? I say we go get him. It's the only way to be sure."

"Sure of what? That we get ourselves killed?" Spectrum countered. "If Reed can get us home, we should focus on that." Colossus could see that she had no desire to get close to Doom again after her last experience. *Who could blame her?*

"Doom could do that whenever he wants," Wolverine said. "I don't know about you, but I don't want to live my life knowing Victor von Doom can snuff me out any second. I'd rather die trying to do something about it. We need to go after him."

"Yes," Reed Richards said. Johnny Storm and the Thing, seated next to him, nodded. "We're in," Johnny said.

"As I am," Xavier said, "and I believe my compatriots, though they will speak for themselves."

"I will stand with you," Magneto added.

Around the table, each of the heroes chimed in. It was unanimous—until it was Peter's turn. "How about you, Colossus?" Captain America asked. "You haven't said a word."

"I am thinking," Peter said. "Doom may never harm us, in which case we march to an unnecessary battle that will likely kill us all. And for some of us, Battleworld has not

been...so bad. If we are to be trapped here forever, perhaps we could make the best of it."

"Your vote is yours, Colossus. Cast it one way or another, but cast it," Captain America said.

If they fought Doom, they would probably all die. So would everyone else on Battleworld. If they did not fight Doom, they would live out their lives as Doom's thralls. Either way, their lives would end at his whim. So would Zsaji's. The only difference was how active a role they would play during the time they had left to live—and what they chose to fight for.

"Professor," Peter said. "When you left me in Zsaji's village, why did you not contact me to tell me why?"

"I should have," Xavier said. "I knew the Avengers would see to your care—better than we could—but I also wanted to leave a signal that though we must operate apart, I believed us to be fighting the same battle. I trusted you to be aware of and convey that message."

Peter understood. He also knew that when it came to the choice in front of him, there was no real choice. He was an X-Man.

"Yes," he said, rising to his feet and morphing into his armor form. "We should fight."

Cap stood as well. "Be warned," he said. "A bolt from the blue might strike us all dead. Be prepared. Assemble!"

Peter saw his friends and allies stand and rally. And then, for the briefest moment, he saw the heroes around him silhouetted by a blinding light. He thought briefly of Zsaji and Katya, and then of nothing at all.

ULYSSES KLAW

Such a boom made by Doom! Klaw was keen to watch the screen, to see the blast that put the heroes in the past. *Hahahaha!* Doom made a boom and erased the base, the fire went higher and nothing was left. Dead heroes couldn't fight Doom after that kind of boom, no. The fire flickered on the screen and Klaw marveled at the scene he had seen. Everyone heroic no matter how stoic was now just as dead as the old Mesozoic.

You couldn't fight Doom—who would try to fly that high when Doom was a god and could wipe them out with a nod? Even Klaw who was made of sound knew Doom wouldn't keep him around any longer than he found Klaw useful.

Klaw also had a plan, oh man what a plan, it came from the light that sped into his head. Doom was scary but very wary. Were the heroes really gone? For now, for now, but Klaw could avow that nothing on Battleworld lasted forever.

Strange powers, through Klaw, were searching for a flaw in Doom. Klaw wasn't in control, his mind wasn't whole, the light in his mind would shine most bright on the places where Doom was weak.

Klaw could not resist. He was along for the ride, carried with the tide until he died. On the screen the scene was mean, the fire went higher and the heroes went up in smoke, no joke.

FIFTY-NINE



AMORA withdrew from the raucous company of the mortals to consider her next move. The place she chose was the one room where she was most likely to be uninterrupted: the lavatory. Molecule Man had restored the civilized comforts of this part of the city, in an effort to make his ladylove more comfortable. This provided Amora a new way to ascertain what was happening back on Battleworld—for knowing what transpired there was crucial to understanding how she should proceed.

As she ran the bathtub full of water, Amora considered whether she might once again reach out to Doom. Flush with his newfound power, he might be more open to her advances. On the other hand, he might react poorly; in that event, Amora was not at all certain she would survive. Even to consider that enraged her. *How had Doom achieved such*

power that he could threaten the existence of an immortal?
Things were badly out of balance.

The bathtub was full. Amora looked down into it as into a mirror, and to her reflection she said, "Arise."

A water elemental, unmistakably female in form, took shape and rose from the surface. "What's shakin', Amora?" it said. Elementals were unpredictable personalities. Often they were quite scatterbrained, particularly the water variety. Amora bristled at this one's familiarity, but it could not control its nature any more than she could.

"I require information," she said. "Tell me what you know of the Beyonder."

"Oh, well, I was just having a little meow-meow with some other spiritual essences, you know the way we do when nobody's summoned us for a while and all we can do is yap. Some of them know just about everything, since they've been around as long as there have been elements. The Beyonder? Well, he's from another dimension. He is another dimension. He's complete, see? Then a little pinhole opened up linking his dimension to this one, and he got...curious. Because you're all so incomplete. You want things you don't have, and the Beyonder doesn't understand that. So what he wanted to do was study it, because between you and me the Beyonder is kind of a nerd, and he set up Battleworld so he could make everyone desire something and see how far they would go to get it. You were a natural, because you're all about desire, aren't you, gorgeous?"

"Watch your tone," Amora warned. "I tolerate it because you possess something I need. But do not forget I can make your existence intolerably...arid...if I choose."

"Geez, what'd I say?" the elemental scowled.

"I know Doom has taken the Beyonder's power," Amora said. "You, who can commune with every molecule of water in the universe: Tell me now what transpires back upon Battleworld."

“What? I can’t do that!”

“Oh, you can,” said the Enchantress. “Perhaps you merely need a slight boost to your energy.”

She caught the elemental by its hair and thrust it back down into the tub. Keeping contact with it despite its struggles, she caused the water to boil; in the churning surface, she saw Doom’s incredible power exercised in the annihilation of his former base and all of the heroes—including Thor Odinson. Amora choked back a sob at this, hoping it was a mistake or an illusion. She then coaxed forth an image that showed Doom’s next goal: invading the realm of the dread demon, Mephisto, to free his mother’s captive spirit. A shudder rolled down her spine. “No,” she breathed as she released the elemental. It exploded up from the tub as the boiling water cooled around it.

“You didn’t have to do that,” it said crossly. “Would it kill you to be nice?”

“One more question,” Amora said. She wanted to ask about Thor, but another approach might reveal that answer and much more besides. “Does the Beyonder yet live?”

“Barely,” the elemental said. “Seriously, he’s hanging on by a thread. But he’s hanging on, and he’s closer to Doom than anyone might think. Even Doom doesn’t know. This whole show isn’t quite over yet, if you know what I mean.”

Amora thought she did. “Begone,” she said. She pulled the plug and let the elemental drain away into whatever reservoir Molecule Man had created to receive it. Emerging from the bathroom, she brushed past the Absorbing Man.

“Didn’t you hear me knocking?” he complained. “Some of us don’t got immortal bladders, you know.”

She ignored him and returned to the group. So: Doom intended to rescue his mother from Mephisto. Doubtless he would spark a war among demonic entities, and it would broaden. Asgard would not be able to remain neutral if any of the Nine Realms—Niffleheim, Hel, Muspelheim—chose

sides either for or against Mephisto. Asgard had to be informed immediately.

A plan was taking shape in her mind. Even adrift in the deepest reaches of space, Amora the Enchantress was never without resources. She reached out to another of the company and gave her mind just a little push in the right direction.

*

It was inevitable, Owen thought. A big group in a small apartment, stranded in the middle of space—of course they would start to pick on each other. “If we run out of food, we can always eat the Lizard,” Piledriver said. “Gators taste like chicken. He probably does, too.”

“You will most certainly not,” Volcana said, going to the Lizard’s side. He’d been twitchy since Denver lifted away from Battleworld’s surface, and she had proven adept at calming him down. This made Owen love her even more; it appeared to have a similar effect on the Lizard, who now followed her wherever she went. “Owie, tell them to be nice to the Lizard.”

“Everyone, come on. Let’s not start in on each other,” Owen said. “We’re on our way home. Can’t we all be happy about that?”

“Are we? Are we sure about that?” Doc Ock looked unconvinced. “For all any of us know, we could be headed in the wrong direction. If Earth even exists! How do we know the Beyonder didn’t just wipe it out? He erased the whole universe, for all we can tell.”

“I’m fixing that,” Owen said.

Every head in the room turned. “You’re what?” Octavius echoed.

“Fixing it. Putting the stars back, that kind of thing. There’s lots of matter to work with.”

"You're lying," Octavius said. "Even you can't do that."

"Oh, I can do it, all right. I've already started," Owen said. "Come on. I'll show you."

The next thing any of them knew, they were out in the street. "Look!" Owen said, pointing. He watched their faces as they looked up and saw what he had done.

Through the dome Owen had put over the city, stars were visible. They were not arranged in familiar constellations, but that was only because the spacefaring city was still so far from Earth that the configurations looked different. "I've started putting back the stars," Owen said proudly. "I told you I could do anything."

Denver was flying so fast the stars moved visibly as he spoke. "We'll be home soon," Owen finished. "Great, right?"

"No! This is a trick! This cannot be true!" Doc Ock's tentacles waved crazily around him, tearing up a tree and raking the facades of nearby buildings.

"It's not a trick," Owen insisted. With a force field, he cushioned the fall of the bricks and concrete from the buildings so no one would be hurt.

"Even if we were headed in the right direction, it would take billions of years to get home!" Octavius raved.

"But Doctor Octopus, that's only if you have to obey the laws of physics along the way," Owen explained. "Trust me, that's not a problem for me...so it's not a problem for the rest of us, either."

"Lies! You've killed us all! If we'd stayed on Battleworld, we had a chance...but now we're going to die out here, and no one will ever even remember us!" Octavius' tentacles reached for Owen, who deflected them easily.

"Really," he said. "Just wait and see."

"Doc, you're losin' it," Absorbing Man said.

"We oughta settle him down," the Wrecker said.

“Oh, I’ll settle him down, all right.” The Absorbing Man reached out and touched the steel post of a nearby NO PARKING sign. His body flashed and gleamed as it became steel-like itself. The pavement cracked beneath his feet.

“Don’t hurt him,” Molecule Man said. “I feel a little bad, really. He’s not a bad guy, Doc Ock. He’s just a little bit overwhelmed. Kind of like I was when I got here—right, honey?”

He turned to look for Volcana, who was gone. So was the Lizard...and the Enchantress.

They must have gotten bored with the fighting, Owen thought. “Listen, Octavius. We don’t need to fight.” He snapped his fingers— just for effect, really—and Absorbing Man was flesh again. That took the steam out of the fight. Owen was learning how effective small gestures like that could be. “Everybody relax,” he said with what he hoped was a reassuring smile. “I’ll get us home.”

*

Amora took advantage of the chaos to draw Volcana away from the group with the simplest of telepathic... suggestions. When they reached a nearby park, Amora released her. Volcana looked around, startled. “How—?” she began.

“I summoned you,” Amora said. “The time has come to repay the debt you owe me.”

“Repay...forget it!” Volcana said. She began to change, unleashing the plasma energies within her—but Amora arrested that process and trapped her in a simple stasis field.

“I’m afraid I can’t forget it, darling. You see, I’ve learned of a danger to all the Nine Realms. Doom’s quest for his mother will have consequences even he cannot foresee. I, however, can—and I will do anything necessary to prevent his plan from coming to fruition. Unfortunately for you, my

dear Miss Rosenberg, that means I must away to Asgard immediately. And the only way I can travel so far is if you donate your life force to me." Amora held Volcana off the ground, feeling the churn and surge of her internal energies.

"No, no, no," Volcana was saying, her voice dimmed by the magical field in which Amora had imprisoned her.

"Yes," Amora said. "'Tis a pity you never read all of your people's fables about foolish promises. Now..."

She began to summon forth Volcana's energies, feeling them start to coalesce and flow toward her. But before she could complete the summoning, shouts from nearby startled her. She glanced over her shoulder and saw the Lizard, fangs bared, rushing toward her—and flying behind and above him, the far greater threat of Molecule Man.

The Lizard, deranged by her attack on his only friend in the group, was almost upon her. She had not yet the power to reach Asgard! Yet there was perhaps another way. *Very well*, she thought, and took the only course of action available to her. She gathered her powers and vanished, along with the Lizard...back to Battleworld.

But it was only meant to be a temporary stop. "Fafnir's teeth, but you vex me, animal!" she screamed at the Lizard. His answer was to spring at her and slash her face with his claws.

She felt her flesh—*her immortal flesh!*—part under his claws, and realized that once again Battleworld was having its way. The Lizard's animalistic desire was being realized—at the cost of Amora's beauty. "Vermin!" she shrieked as she struck him down.

"You shall pay dearly for this affront to my visage," Amora said, holding the Lizard down with the force of her magic and watching the drops of her blood seep into Battleworld's surface. "And you will pay for interrupting the consummation of a bargain." The Lizard bared his teeth and hissed. "Honestly," Amora said. "Do you think I am

threatened by your noises? You might have saved Volcana's life, but at the cost of your own!"

She reached out and clenched her fist, drawing the Lizard's life energies forth in a single burst. Yes, she thought. *This might be enough to get me back to Asgard...upon which return, I shall see Odin's vengeance when he hears of the fate that has befallen his favored son.*

She felt Battleworld receding around her and sensed Asgard's distant call. The Lizard's animalistic life force spurred her forth, and she reached out; home was within her grasp.

SIXTY



DOOM started and sat upright. “Klaw!” he called out. Klaw ran to him.

“I nearly fell asleep, Klaw,” Doom said. “You must not let me fall asleep. If I sleep, I may lose control over my powers. If my subconscious mind were to take over, all reality might come to reflect the nature of my dreams...and would the universe survive that?”

“You might even accidentally revive the heroes,” Klaw said. Oddly, he spoke without the rhyming echoes and repetitions that had characterized his speech since Doom had reconstituted him on the Galactus’ World-Ship. “That could happen, right? If you let slip your grasp on your power, over over?”

“It is not beyond my power,” Doom mused. “Speak no more of it. I knew of their dissent, and I swatted them down before they could deign to approach. They are dead.”

“Until you bring them back, if you didn’t already.”

“You speak as if you wish to provoke me to annihilate you as well, Klaw,” Doom said.

“Oh, no no no, I’m just thinking.”

“I am in total control of the power, Klaw,” Doom said. “I know what I have done...and whom I have undone.”

“Well, sure, you bet, but there’s another way they might live,” Klaw said.

“You are a poor jester, if that is what you are attempting,” Doom said.

“Oh, but Doom! The jester is a *memento mori*! Mori, death, mortality! The king who dies, the death that doesn’t die, the last breath that comes to all, the final fall...”

“Enough! What is this other way? What do you imagine that Doom has not already considered?”

“Who can bring someone back to life?” Klaw asked. “You!”

“But I shall not.”

“The healer woman! From the village! Oh, she sees the solemn column of fire higher in the sky than the clouds. She runs—or flies! Yes! On the back of a dragon!—to the ruins, where she sees the dead and wishes to die herself...almost. Almost. Most of the heroes are ashes and pieces, but not Colossus. He’s steel, so there’s more of him left. Steel’s easier to heal when you’ve got the feel, and she’s got the feel for Colossus. It’s a love story! She gives up her life to bring him back! He’s crying but alive, and he knows what to do! He finds Reed Richards, whose plastic elastic body doesn’t shred so he’s not quite as dead as the rest of them. There’s medical gear. Colossus bestrides it! He puts Richards inside it...that’s two alive! How long until the rest rejoin them, Doom? That’s how it could be done!”

“Madness,” Doom said. “Impossible.”

“Nothing’s impossible for Doom!” Klaw cried out. “Maybe they’re on their way here to bend your ear about how you put the fear into them! You think?” “No!”

“Maybe that’s what you wanted, Doom! You don’t want to be alone! You need them! Maybe you helped them along!”

“I say enough of this fantasy!” Doom thundered. “You tell stories, Klaw, but what you forget is that I am in control of my powers. Nothing happens if I do not wish it!”

He could feel his confidence eroding even as his voice grew louder. Why had he not disintegrated Klaw—or at least robbed him of his ability to speak? He needed Klaw, yes, to keep him awake—but not at this cost. Not if Klaw was going to mock him, openly defy him—

“If you really wanted them dead, why all the fireworks?” Klaw taunted. “Why not atomize them? Why not just erase that part of Battleworld like it never was? You had to go with the big kaboom, but who was that show for, Doom? The only one watching was you— who knew!—and Zsaji—the only other person on Battleworld who could do something about it! You tell me, but that sounds like a guy who didn’t really want his enemies dead.”

“They are dead surely enough. I could reach out and know.”

“Then do it. Fire up the old omniscience! Go ahead!”

“I see your trick, Klaw. You wish me to use the power, knowing that to use the power might mean that your vision becomes a reality! But I will not permit this. They are dead. I will not be fooled into turning my powers to your bidding.” Yet Doom knew he had to release the power sooner or later, to refresh himself lest he drift into sleep and inadvertently bring Klaw’s story to life. All it would take was a moment of doubt. How many times had Doom been certain Reed Richards was dead?

“No,” he growled. “You will not undermine me. I am more intelligent than you by far, and I have already anticipated

every development you could imagine. Think you that you surprise me with your little fable? Quite the contrary. All things are possible in this life...but only until I deny them possibility. And I have done that. Reed Richards is dead! The other heroes are dead!"

Klaw shrugged, with a small half-smile on his face—and at that moment Thor's hammer blasted through the tower's wall. Rocks smashed into the floor as it arced through the room. It made a full circle as Doom stood shocked.

"It...it happened! Did I do this, Klaw?"

"Hey, could be. You got a power leak, maybe. It's...hey, Doom, your power is kind of...it's running amok there! You better control it!" Doom felt that this was true, that he had begun to destabilize the structure of Battleworld—and all the billions of suns that had blinked back into existence without him knowing it. He was sunk so far inside his mind in an effort to contain the power that every interaction with the sensory universe threatened to unleash it.

Doom struggled to calm his thoughts, regulate his wild emotions. Slowly, he got the power under control. "Klaw...I very nearly destroyed this reality," Doom said. "Maintaining a hold...it is more difficult than I had anticipated."

"Hey, I can help, you bet. Drain a little of that power into me, and we'll both be happier," Klaw said. "Here." He reached out a hand. Something was glittering within his eyes, as if some of Doom's energy had spilled into his body already and lingered there. "I'm serious. You go and relax, get yourself together. I'll destroy the heroes for you!"

Doom touched Klaw's fingertip with his own, consciously in the style of Michelangelo. "Yes, Klaw. Go and remove this threat. Whether I created it or it happened as you suggested, they must be—"

"More!" Klaw shouted. "More!"

Doom pulled back. "Any more, and your solid-sound body would merge into another part of the electromagnetic

spectrum. I wonder what melted sound looks like...yet I would prefer to find out when I might have more time to explore the result. Go, Klaw. I must compose myself and contain this power. Do as you have promised.”

“Oh, I will,” Klaw said.

SIXTY-ONE



THEY had opted for the direct approach. As Mjolnir returned to Thor's outstretched hand, Steve Rogers could tell they'd gotten a reaction out of Doom. From within the tower, a brilliant radiance grew, spilling through windows from the ground level all the way up to where the tower's walls were lost in the clouds above. "He knows we're here," Steve said.

"Thanks to Zsaji," Colossus said. His face was set in an expression of vengeful fury completely unlike his usual demeanor. He'd fallen hard for the alien woman, Steve knew, and her death was hitting him equally hard. Colossus was notoriously slow to anger, but Zsaji's sacrifice had gotten him there. Whatever Doom sent out to greet them, Colossus was going to meet it with angry steel—and Wasp would join him with every jolt of bioelectricity she could muster. She, too, was suffering over the death of the woman who had saved her life twice now.

“Gang, the ol’ spidey-sense is going into overdrive,” Spider-Man said. They were approaching the hole Mjolnir had broken through the wall. Just below it, another crevice was visible in the foundation, looking tiny against the mass of the tower though the crack stood twenty feet high.

Something moved inside, and Steve raised his shield over his head. It was broken, a jagged wedge blasted out of its perfect circle by the blast from Doom that had killed them all—but he could still fight with it. “Keep going!” Steve called out. “Whatever comes out, hit it fast and hit it hard!”

What came out was a creature unlike any they had ever seen. It squeezed through the crevice and then grew to five times its initial size. The organism was vaguely humanoid, though it moved on four legs. A flat coat of red fur covered thickly muscled limbs that ended in fingernails each the size of Ben Grimm. Its mouth was jammed with blunt teeth and large enough to swallow any of them whole. Three eyes glared at the heroes. “Where the hell did that thing come from?” Ben wondered aloud.

It sure doesn’t look like a natural animal, Steve thought. *It’s the kind of thing a mad scientist might cook up in a bad dream.* “Just hit it!” Steve called out again.

Beyond it, Ulysses Klaw appeared in the crevice at the tower’s base. “An army of creatures is mine to command, but first...” He pointed the sonic projector that had replaced his right hand, and Ultron appeared. “There! Ultron, you are a bodyguard no more! Now you have your own army...at least as soon as I create them!”

“Ultron needs no army,” the robot said—but Klaw created one anyway, a motley horde of strange, animalistic creatures blinking into existence one after another. Some flew, some walked—all saw the heroes and moved in for the kill.

The heroes swung into action. Steve slowed the advance of a lumbering green monstrosity with a blow of his shield. It

flew differently with the missing piece, and he had to run to recover it. Cyclops' optic blast pierced a flying frog-like creature and dropped it squealing to the ground. Rogue shot through the space it had vacated and smashed another beast, all mouth and wings, into the tower wall. The Human Torch, Thor, Wasp, Storm, and Spectrum also battled the aerial threats, one of which was a robotic creature that Steve thought looked like what Ultron would be if he had been created by dragons instead of people.

On the ground, Colossus broke out of the grasp of a green monster trying to stuff him into its mouth. He climbed onto its head and pounded until it toppled, nearly catching Wasp, who zipped in and out of the battle dealing disabling shocks to the smaller creatures.

The Thing, grappling with a wiry blue creature that sprang on him from one side, abruptly began to change back to Ben Grimm. "No!" he cried out. "This ain't happenin'! I won't let it!"

And astonishingly, he hardened back into the Thing, shrugging off the creature as She-Hulk got close enough to finish it.

"You reversed the change, Ben!" she said. "I didn't think you could do that."

"It's Battleworld, Jen. Look at me!" the Thing said, spreading his rocky hands with delight. "I can control it! Oh yeah, this is the best thing since kick the can!"

He charged back into the fray, dragging a giant dragonfly-like monster down to earth. He and She-Hulk beat it until it was still.

The Hulk was the first to reach Ultron, hammering the robot to the ground with a punch that should have scattered his parts across the broken landscape. But Ultron got up and returned the favor with an energy blast that hit Hulk in the calf. "Aaarrgh, my leg!" Hulk roared, falling to the ground.

Spider-Woman, Wolverine, and Iron Man were there to help, blocking Ultron from getting close enough to inflict any more damage. Still, Ultron's searing energy rays crackled across Rhodey's armor. "Don't let him touch you!" Wasp warned.

Steve couldn't see where she was—but an ear-splitting electronic shriek cut through the battlefield tumult a moment later, and Ultron dropped limp to the ground. The Wasp appeared, returning to her normal size. "All it takes is one loose wire and the right kind of charge applied from the inside," she said. "Thanks, Hulk! You opened up a little chink in the armor I could get through."

Hulk was badly hurt. Steve had never seen him in that kind of pain—or in any pain, as far as he could remember. He groaned and tried to get up, but his leg wouldn't take any weight.

From the crevice, Klaw kept spawning monsters, faster than the heroes could take them out. Steve knew they were going to lose if he couldn't get inside the tower. He broke off from the fight and sprinted toward Klaw, who saw him coming. Cap ducked under a giant, green creature the size of the Hulk, but hairier, that had been sent flying through the combined efforts of Reed, Hawkeye, and Magneto.

"Captain America! You cannot pass me! I have power beyond your imagining. Klaw the Mighty! Klaw the Unbeata—oof!"

Klaw had kept talking while Steve got close enough to spring into a feet-first lunge that dropped him mid-boast. *Too easy*, Steve thought as he landed, rolled, and kept running. But everything else has been too hard so far. Maybe it all balanced out sooner or later.

SIXTY-TWO



XAVIER observed the battle, frustrated by his inability to do anything more because of the overspill of psionic energy from Doom's tower. He experienced passing moments of sensation from all the members of the team. After Captain America disappeared inside—and Klaw followed shortly thereafter—he began to experience multiple simultaneous realities, as if the infinite possibilities of any moment were all achieving something like equivalent existence. They appeared and disappeared faster than he could track or understand them.

Spider-Man grappled with and subdued a demonic orange creature with hooked claws that could not penetrate his new suit— but he also hung limp and bloody from that same creature's claws. Johnny Storm incinerated a thing like a walking shadow—but it also took in his fire and used its black energy to drain Johnny's life, leaving his body to fall

like a dying ember to earth. Nightcrawler flashed in and out of existence, striking too fast for Klaw's monstrous creations to react—but Nightcrawler also lay dead, his body torn by the brutal fangs of one of those creations that anticipated where he would next appear. So, too, for all the heroes: a multiplicity of potential fates.

Xavier focused every mote of his psionic power and devoted it to holding reality steady. This reality, the one he knew himself to inhabit. He forced himself to think of reality as a single time stream—his time stream, from which all others were offshoots—and this he sought to preserve. He fought a mortal silent battle against the essence of Battleworld itself—carving away the millions of potential moments struggling to become real, the millions of momentary desires that Battleworld had the power to grant. He realized that Captain America was inside the tower pitted in a similar struggle against Doom, and that Doom himself was one source of this fragmentation of reality— but not the only source.

Klaw, thought Xavier—and in that moment he understood.

SIXTY-THREE



CAPTAIN AMERICA found Doom in the same place he'd been before, as if he had not moved. "Ah," Doom said. "You of all my adversaries would be the one to survive this far."

"It's something I'm pretty good at," Steve said.

Doom chuckled. "Indeed. 'Pretty good.' You charm me, Captain Rogers...but you are a mortal, facing down the powers of the infinite universe."

"I don't think so. I think I'm facing down a guy who bit off a hell of a lot more than he could chew...and he's scared to death of it."

"Scared?" Doom stood. "Do I look frightened to you?"

"It's not about how you look. It's about what you're doing. We're all still alive. If you're omnipotent and you want us dead, why are we still breathing, Doom? If you weren't scared, you wouldn't have tried to kill us—and you damn sure wouldn't have failed."

“Enough! You will see what failure looks like,” Doom said. “I bring to bear the raw power of infinity, and you? You die, Avenger.”

There was a flash of light.

Steve Rogers found Doom exactly where he’d left him—a moment before? Seemed like it must have been longer than that. “No!” Doom cried out when he saw Steve. “You must die, and stay dead!”

There was a flash of light.

Steve Rogers found Doom exactly where he’d left him—only terrified, as if Steve had walked out of his worst nightmare. “This is it, Doom!” Steve charged, broken shield at the ready and his other hand balled into a fist.

“No!” Doom shouted—and he dropped into a heap, cowering at Steve’s feet. The trappings of the tower disappeared around them, and they stood alone in a void. Steve suddenly realized this fight wasn’t between him and Doom. It was much bigger.

“Listen!” Steve said. “You’re losing touch with reality! If you don’t control this, everything’s going to be destroyed! You can’t handle this power on your own. You need an anchor.” He reached out a hand. “Let me help you!”

Doom raised his head, and Steve saw abject terror on his face. The energies he contained were bleeding out of him, breaking free of the mortal vessel that could never have held them in check for long. The flow of energy began to coalesce above Doom’s head, and Steve saw another tendril of power reach out and touch the concentrated essence. His physical surroundings began to reappear. Steve looked over, tracing the new line of power, and saw it breaking its connection to Ulysses Klaw.

“Doom!” Klaw said. “The Beyonder, he did this to make you miss, to think wrong instead of strong, he used my guile all the while, I’ll— Doom, I’m sorry!”

The glowing orb of the Beyonder's essence hovered above them, and Steve realized that the Beyonder had never been dead. He'd been weakened, maybe, and deprived of physical existence—but Battleworld was a piece of the Beyonder's will. As long as it existed, how could the Beyonder die?

Doom's body rose from the floor. "No no no," Klaw babbled, rushing toward Doom as the Beyonder's energy field enveloped them both. Steve stumbled back, trying to stay clear. "Master, master, I will not leave youuuuu—"

Without a sound, the light winked out. Doom and Klaw were gone. Steve Rogers stood alone in the Tower of Doom. He looked down at himself, making sure he was still real.

Have we won? For good this time?

Steve took a last look around. The portraits of Doom's mother were gone. He took a deep breath and turned to leave, wondering what he would find outside.

KURT WAGNER

He is gone, and we are here. Victory. But my mind, it is plagued with shadows as of other things that happened to other versions of myself. *Unglaublich*. What did we experience? What is real and what is imagination? Is there any difference in this place?

I feel as if I have died many times here, perhaps fallen in love many times here, perhaps lived an entirely different life many times here. Everything that might have happened, here on Battleworld it has happened. To me. I think the others feel the same, but they do not speak of it. They busy themselves with getting home, or with burying Zsaji. Peter is hurt more deeply than he can say, and what hurts him most is that he inflicted the deepest wounds on himself. We are all marked by this place, by what happened here. By the terror of knowing that nothing is finally real if a power greater than ourselves wishes it not to be. Who can survive such knowledge unwounded?

We will vilify Doom. He has earned it, perhaps—but let us also say of him that he alone among us saw the true way to survive the Beyonder's game. He alone among us refused to be that godling's toy. That refusal, it saved us, whether or not that was his purpose. And why did he do it? I believe he would claim for power, but no human wants power for its own sake. One wants power because there is something one wishes to do with it. Doom was no different, and there I feel sympathy for him.

It is not so much to want love from one's mother. Not so much. Doom was not wrong about that.

SIXTY-FOUR



HE MADE sure the entire team was accounted for. Then he made sure that they all got onto the ship headed back to the former Doombase, now rebuilt after the cascading reality shifts caused in Doom's final moments. Then Steve Rogers excused himself and went to one of the labs. In one hand, he carried the intact part of his shield. In the other, he carried its shards, each splinter painstakingly sifted from mounds of dust and debris.

Since the first time he'd picked up the shield, he'd known it was something special. Something different. Not just a symbol of Captain America. Not just a weapon. It was one of a kind, unbreakable as his will—returning to him with the same loyalty he showed to flag, country, and comrades.

Now it was broken.

Steve set down the pieces on a workbench, fitting them together so their edges touched. The shield had withstood

blows from Thor's hammer. It had deflected bullets, particle beams, and energy blasts of unknown origin. It had saved his life a thousand times, and protected the lives of others. Its edge had laid out bad guys from the Red Skull to the Super-Skrull.

As long as the shield was broken, Captain America was weakened, not whole. And if Battleworld could grant them any wish, Steve wanted his shield back.

Steve was possibly the least mystical guy in the world. But here, he'd seen a galaxy blown out like a candle flame. He'd seen Galactus flung around like a rag doll. He'd seen a man—no bigger than Steve was as a kid—pick up a mountain range and drop it on the other side of a planet.

Reality can change. On Battleworld, reality is change.

He held his hands over the broken shield.

This is my fondest desire, he thought.

*

In the hours after Captain America had emerged from the Tower of Doom to find Klaw's monstrous menagerie gone and the rest of the team shocked to see him alive, Battleworld had been quiet. No unusual weather events, no deformations of reality, no monstrous intrusions from the depths of anyone's id. This was good—because they were all exhausted, and because Reed Richards needed time to work.

He'd just started to get the hang of how Doombase's technology operated—particularly the fabricators. These machines were all clustered in one area, adjacent to the room where Spider-Man had gotten his new costume. Other members of the team had since visited the automatic tailor, but none of them had received a brand-new outfit like Spider-Man had. He claimed his suit had some kind of sentience, like it knew what he wanted and could adapt itself in certain ways. Reed was skeptical. If that phenomenon was

in fact occurring, it was more likely due to the essence of Battleworld itself.

He had just finished building the device that he believed would get them all home, and he brought everyone together near the Doombase entrance. The heroes appeared from different parts of the vast complex, and Reed had a moment to consider how familiar this had all become already. The human animal was highly adaptable. Even something as chaotic and unpredictable as Battleworld soon became navigable once human intelligence had a chance to acclimate itself.

Reed surveyed the company of heroes. They'd had their difficulties, but they had banded together and fought as one when it mattered most—even when they had known that to do so would probably kill them all. He was proud of them—not that they needed his admiration.

What they did need was his brainpower to help them get home, and Reed thought he had just about solved that problem. He held up the device, which resembled a remote control—because, in essence, that's what it was.

"I've relied a little on the fundamental nature of Battleworld in the construction of this device," he said. "It's best that I admit that up front."

"Great," Wolverine said. "We're all gonna click our heels and say there's no place like home, right?"

"Not quite. The machines I worked with are quite rigorous in their technological capabilities," Reed said. "Where the nature of Battleworld comes in is during those moments when, dealing with unfamiliar machinery, I allowed myself to be guided by my intuition...which is in turn directed by desire for a particular outcome."

Still skeptical, Wolverine said, "Even better. You're hoping the machines read your mind."

"You're welcome to stay here if you don't trust what I've done, Wolverine," Reed said. "But you've all felt it. This..."

inherent property of Battleworld that made your deepest wishes seem possible. Haven't you?" Reed looked around at the group. He could tell they knew what he was talking about.

"Felt it, hell," Captain America said. "I did it." He held up his shield, once again a perfect circle. "You're never going to believe how."

"Lemme guess," Hawkeye said. "You just wanted it real bad."

"Yep," Cap said. "Real bad."

"It's time to go," Reed said.

They gathered on a rise of land near Zsaji's grave—but not too near, lest Colossus fall into another self-pitying fugue. The other X-Men were taking turns offering their support and keeping him on the right track, but the loss had been hard on him. Reed suspected this was the flip side of the attraction he had felt for her, and that like the attraction it was a byproduct of her healing powers. He was, in a sense, undergoing Zsaji withdrawal as her healing energies left his body.

Johnny Storm had also been uncharacteristically withdrawn and irritable, likely due to the same effect—but because Johnny was prideful and witty where Colossus was stoic and introspective, the two men dealt with the effects quite differently.

Wasp handled her grief with grace. She looked grim and tired, and Reed thought he saw the tracks of tears on her face, but she held herself tall and met his gaze.

"If you look up at the sky," Reed said, "you should be able to...there." He pointed, and they all saw a tiny flash about forty degrees above the horizon. "That is the construct on which we all appeared. This device will teleport us to it using a mechanism similar to what the Beyonder used to bring us down to the planet's surface."

“Hey! Someone else is here!” Spectrum pointed, and they saw a human figure climbing the side of the hill toward them. “Who is that?”

“That’s Doctor Curt Connors,” Spider-Man said. “But he’s supposed to be the Lizard, unless he figured out how to de-Lizard himself. Hey, maybe that’s what Battleworld taught him.”

“And he’s not the only one coming back,” Cyclops said. Swooping in tight arcs near Connors was Lockheed the dragon. When he saw that Connors had spotted the rest of the heroes, he flew to Colossus and alit on his shoulders. Colossus reached up to pet the dragon, who made a purring growl and snorted smoke.

“The dragon led me here,” Connors said as he came within speaking distance. “Is it...?”

“Yeah, it’s ours,” Cyclops said. “It belongs to Kitty Pryde. But where’d you come from? And why aren’t you the Lizard anymore?”

“The Enchantress tried to drain my life force to give her a little boost so she could teleport to Asgard,” Connors said. “But instead she just drew out the Lizard part of me. I think it’s gone for good.”

“Can’t say I’m sorry to hear that, Doc,” Spider-Man said. “You gave me a lot of trouble sometimes.”

Connors cracked a smile. “You mean the Lizard did. I’m hoping when I get back to Earth I can start to set some of those things right. We are going back to Earth, aren’t we?”

“That’s what I was just talking about,” Reed said. “This device will send us in small groups to the Beyonder’s construct. From there it will relay us on home. Who wants to go first?”

The X-Men gathered, along with Magneto. Lockheed still curled around Colossus’ shoulders. “One big happy family,” Wolverine commented. Magneto did not respond. Reed

aimed the device at them and touched the button; with a small crackle of energy and a whoosh of displaced air, they were gone.

“Avengers next?” Reed suggested. They gathered, and Captain America said, “We’ll need to meet and debrief once we’re all home.”

“Understood, Cap,” Reed said. Again he touched the button, and the Avengers were teleported away.

That left Johnny, Ben, Connors, Spider-Woman, and Spider-Man. And, of course, Reed himself.

“Hey, can I see that thing?” Ben Grimm asked. “I wanna do it once.”

“Of course, Ben,” Reed said. He handed it over, and Ben changed into his flesh-and-blood form.

“Be easier to get the button right with ordinary fingers,” he said. “Everyone ready?”

SIXTY-FIVE



YOU'LL want to hold the device out and press the button with it pointed back in our direction to make sure we're all included in the teleportation field," Reed said. "Come in a little closer to the group, Ben."

Ben took a few steps back, instead. "Hey, what are you doing?" Johnny asked him. "You heard Reed."

"Yeah, I heard him," Ben said. "But I think I'm gonna hang out here a little. You guys go on ahead."

"Ben, you can't be serious," Reed said.

"Sure I can," Ben said. "We've done all this jawing about what Battleworld gave us. Xavier walked, Spidey got new threads, Connors got to be human again. You know what I learned here? How to be me. I mean, both kinds of me. Both sides. I ain't ready to let that go just yet."

He pointed the device at the group. "The Fantastic Four needs you, Ben," Reed said.

"You can sub in someone else for a while," Ben said. "There're plenty of people who can add some muscle. Listen, tell Alicia I'll be back. I'm not stayin' forever. I just...I just want to enjoy being able to be me for a bit, okay?"

"I can web him up, Reed," Spider-Man said.

Reed held up a hand to stop Spider-Man. "Ben," he said. "This is an enormous risk you're taking. Your gift from Battleworld might survive when you get home, but we can't guarantee that the construct will be there forever."

"I know," Ben said. "But I got a feeling. Look, we won. The Beyonder's still around, and we're the ones who helped spring him out of Doom. We won the game. That means we get what we want. And we all want to go home."

"That's a lot of logic-chopping considering we're talking about a being from another dimension who was willing to kill all of us," Spider-Man said.

"Whatever," Ben said. "This is what I'm doing. I still got the gizmo, right? That means I can come along whenever I feel like it. Now get out of here."

"Don't lose the device, Ben—" Reed started, but Ben pressed the button, cutting off the rest of Reed's admonition. The last group vanished in a crackle of energy,.

He was alone on Battleworld.

Nice guy, Reed Richards. Bit bossy because he was so much smarter than everyone else, but his heart was in the right place.

He didn't understand Ben, though, because Reed's powers didn't take anything away from him. Ben's did. They'd made him a freak, and he couldn't just put down his freakishness or hide it away in a secret identity—until he'd come to Battleworld, at least.

Ben Grimm looked at his hands, holding the teleportation device. His human hands, skin and bone and veins and little hairs. Sooner or later, he'd go back to Earth. He didn't want

to be a hermit, or lord over whatever alien critters were still roaming around this place. But he did want to be just Ben. At least for a little while. That wasn't so much to ask.

Special Excerpt

**Guardians of the Galaxy:
Rocket Raccoon & Groot — Steal the
Galaxy!**

Original prose novel by DAN ABNETT

LAST ORDERS

A TALKING raccoon and a mobile tree walk into a bar—

Wait. My linguistic circuits inform me that in the vernacular of more than one hundred and fifty-six *thousand* civilized cultures, that opening sentence definitely sounds like the start of a joke.

The sort of joke that might also include the words “Why the long face?” or “I’m afraid not” or “Ouch, it was an iron bar.”

Please understand, gentle reader, what I am about to tell you is most certainly not a joke. It is a story about the fate of worlds. The Destiny of the Universe, no less. It is a story during which this Galaxy, and possibly many other galaxies—not to mention several terations of the *entire* space-time Multiverse—will be in *serious* jeopardy on more than one occasion. This is a serious tale. Billions of innocent lives depend upon its successful conclusion. One false step in our narrative, and stars will snuff out, spiral galaxies will unwind, supergiants will detonate in clouds of luminous atomic heartbreak, and the ancient and mighty civilizations of the cosmos will fall, screaming, as the dreadful blackness of eternity rips out the throat of All Creation.

So let us not, loyal and friendly reader, get off on the wrong foot by thinking that I am about to tell you a joke.

I am not. Are we clear? I will suspend my literal speech protocols *{literal speech protocols suspended}* because that’s possibly what’s causing the problem. I will try to be more...informal and more *human* (because I am presuming that you are human, loyal reader. You look human, at any rate. Except for those eyebrows. Really? *Really?* Did you

trim them yourself?). I am a synthetic. A synthetic humanoid. I am an instrument of measurement. A recorder of data. I was manufactured in the matter forges of Rigel. I was made to observe. So cut me some slack, okay? I don't do organic nuance.

Where were we?

Oh yes, right. A talking raccoon and a mobile tree walk into a bar.

The bar is in Dive-town, a minor suburb of the continent-spanning supercity/starport cosmopolis of Lumina on the planet Xarth Three. Occupying a long-season, "sling-loop" orbit around the binary stars Fades Primary and Fades Secondary in the Xranek Group, Xarth Three is a class M world with a population of 9.9 billion and a gross industrial export principally comprising—

{halt expository protocol}

—just checking with you, loyal reader, but that's going to become tiresome, isn't it? If I keep reverting to data-delivery mode every time I hit a proper noun? I am an encyclopedia. But I want to tell this story without *sounding* like one. Here's an idea...if I'm going too fast or not explaining things, tell me, and I'll back up and fill in details. I'm very good at filling in details. If details are what you want, you've come to the right place.

{resume narrative mode}

The bar is in Dive-town. The suns are setting like hot coals spitting as they sink into murky water. In the streets outside, neon lamps are pulsing. Necrodroidal trash-gangs are howling at the rising moons, eager to begin a night of vicious turf wars and lucrative organ scavenging.

The bar is called Leery's. No one who frequents the bar can actually remember who Leery was, or why the bar bears his (or her, or its) name. Not even Nrrsh, the Skrull who runs the place.

Nrrsh has been wounded (presumably in the course of numerous Kree-Skrull wars) so many times that a great deal of his biomass has been systematically replaced by cybernetics and prosthetics. It's fair to say that he is not so much a Skrull with cybernetic parts, but rather a collection of cybernetic parts with one remaining Skrull arm vaguely involved. This does not in any way prevent him from being fiercely Skrullian and singing the traditional anthem "Tarnax! Tarnax! Always shifting!" lustily every Skrull-Day, or when he has had one too many Timothies.

{data note—we'll come back to the subject of the Timothy later}

Leery's is typical of most Dive-town hostelries: split-level, multi-bars, a dancefloor, an orchestra pit, a ranged sequence of fighting arenas, and a quasi-siderial gateway to the Multiverse that no one ever uses because they are too busy getting hammered, betting on the arena fights, dancing, or having a flarking good time of it.

As our talking raccoon and mobile tree enter it, Leery's is business as usual. The dancing girls are dancing (I *say* dancing girls—I mean a shoal of eighty coalescent pseudo-moebea swirling in stylish, syncopated formation. With ostrich feathers). The band is playing (I *say* band—I mean a close-harmony squadron of Kymellian interpolatory trumpatoonists who are using brass acoustic-tubes to produce disconcerting and frankly uncomfortable horse-fart noises at ultralow frequencies. With a samba beat). The joint is jumping (I *say* jumping— and it is. The deep and immense rock-fuse piles upon which Dive-town was built, bored down into the planet's mantle in ages past by the first constructors of Xarth, are actually being affected by the ultralow infrasound frequencies of the Kymellian band's horse-farting and are beginning to twitch. Just a little bit. Oooh, just a little bit).

“My kinda place,” announces Rocket Raccoon with relish.

“I am Groot,” his towering companion agrees, nodding.

A talking raccoon and a mobile tree. As heroes go, they’re not much to record home about. That was certainly my reaction when I met them. I am presuming that it is yours, too, loyal reader, as you observe them for the first time stepping into my expertly woven narrative. A raccoon and a tree. One talks, one walks.

Surely, I hear you say, loyal reader, *they* are not the heroes of this tale? Surely, you add anxiously, the fate of the Multiverse does not depend upon *them*?

Well, yes. Yes, it *does*. Loyal reader, if this idea alarms you, then maybe the fate of the Multiverse isn’t something you should think about *too* hard.

If it matters at all, and I hope it does, my first impressions of them were similarly underwhelming. It took a while for me to fully appreciate that Rocket Raccoon and Groot of Planet X were proper, Multiverse-saving heroes. Quite a while, actually. I’ll shout out when, in the course of this narrative, it happens.

Anyway...

“My kinda place,” says Rocket Raccoon with relish. He is very much less than a human meter tall. His coat is glossy and in wonderful condition. His spectacular tail is bouffant. He walks upright in a way that makes the human in you want to exclaim, “Lookit the little man! Lookit! Walking on his back paws! *Oooooaww!*”

Do not do that. *Ever*. If you do that, he will shoot you to death as many times as necessary. Rocket Raccoon has, I’m sorry to say, experienced a twisted and unpleasant background (an “origin,” as I suspect you might regard it, loyal reader), but that twisted and unpleasant background has made him the glossy-snouted, cheeky-as-a-button space

warrior he is today. I may reveal some details of his “origin” as this tale advances. I can’t promise. I was warned with actual guns not to reveal certain particulars. Look, if you know him as I do, you’ll know his heart is in the right place (in the upper-left-hand quadrant of his thorax), and he has a very specific moral code (“Flark everything and everyone!” © 2014 Rocket Raccoon. All rights reserved), and he likes unfeasibly large guns.

One of which is strapped across his back as he enters Leery’s. Look at him! Look at him, walking upright! Like a trained dog! Gawwww! Good boy! Good boy!

Sorry.

And then there’s the hands. Look, this is the thing. I can’t get past it. Rocket’s hands...they’re so disconcertingly *human*. It’s uncanny (not in the mutant sense, obviously. Mutants are uncanny in an entirely different way). It’s amazing, astonishing, astounding, incredible, adjective-less...okay, it’s just *distressing*. Rocket Raccoon’s hands are disconcertingly human in the *most* distressing way.

Let’s think about something else for a moment, because the *hands* thing is creeping me out a bit.

Something else, something else...okay, Rocket is wearing a uniform. It’s dark blue, militaristic, with red flashing and frogging. It’s the uniform of the Guardians of the Galaxy, a cosmos-defending supergroup that really doesn’t get the respect it deserves. Or the publicity. Or anything. Mention the name, and most people will go, “Huh? Guardians of the where now?”

Rocket is enjoying a sabbatical. The Guardians, you see, are on a bit of a hiatus between their efforts to save an ungrateful cosmos (and guard a sniffily “I don’t need to be guarded” Galaxy). Star-Lord’s off doing this. Gamora’s off doing that. Drax is off... destroying. That’s just a guess.

So Rocket and Groot, they've gone back to what they do best: make a little action, develop a little cash. They have the keys and papers for a subcompact jump freighter and a fresh cargo of zunks. Forty-eight tons of zunks, in fact. They've come to Leery's because they've got a lead that a zunk trader might be in the house tonight—a zunk trader looking to move between forty-seven and forty-nine tons of zunks. So this is business time for Rocket...just him and his trusted pal Groot.

Speaking of which...Groot is a tree. Imagine an ancient, giant oak tree with a face, arms, and feet. Imagine it walking toward you. Groot has to duck as he comes in through Leery's doorway—and even though he does, twigs scrape off and clatter to the floor.

Rocket looks at the almost entirely *not* Skrullian barman.

"Two Timothies!" he declares.

"I am Groot," says Groot.

Rocket sighs.

"Okay, make that one Timothy, and one bitterbark and soda."

Nrrsh scurries to his task. Rocket glances up at his leafy friend.

"Lightweight," he says. Then he sniffs the air with his glossy button nose. He smells snake oil and leather. He smells reptiles. He smells lizard belly.

"Flark it," he says. "Badoon."

It is not long after this that the fight begins.

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